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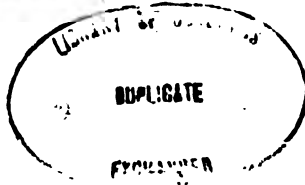
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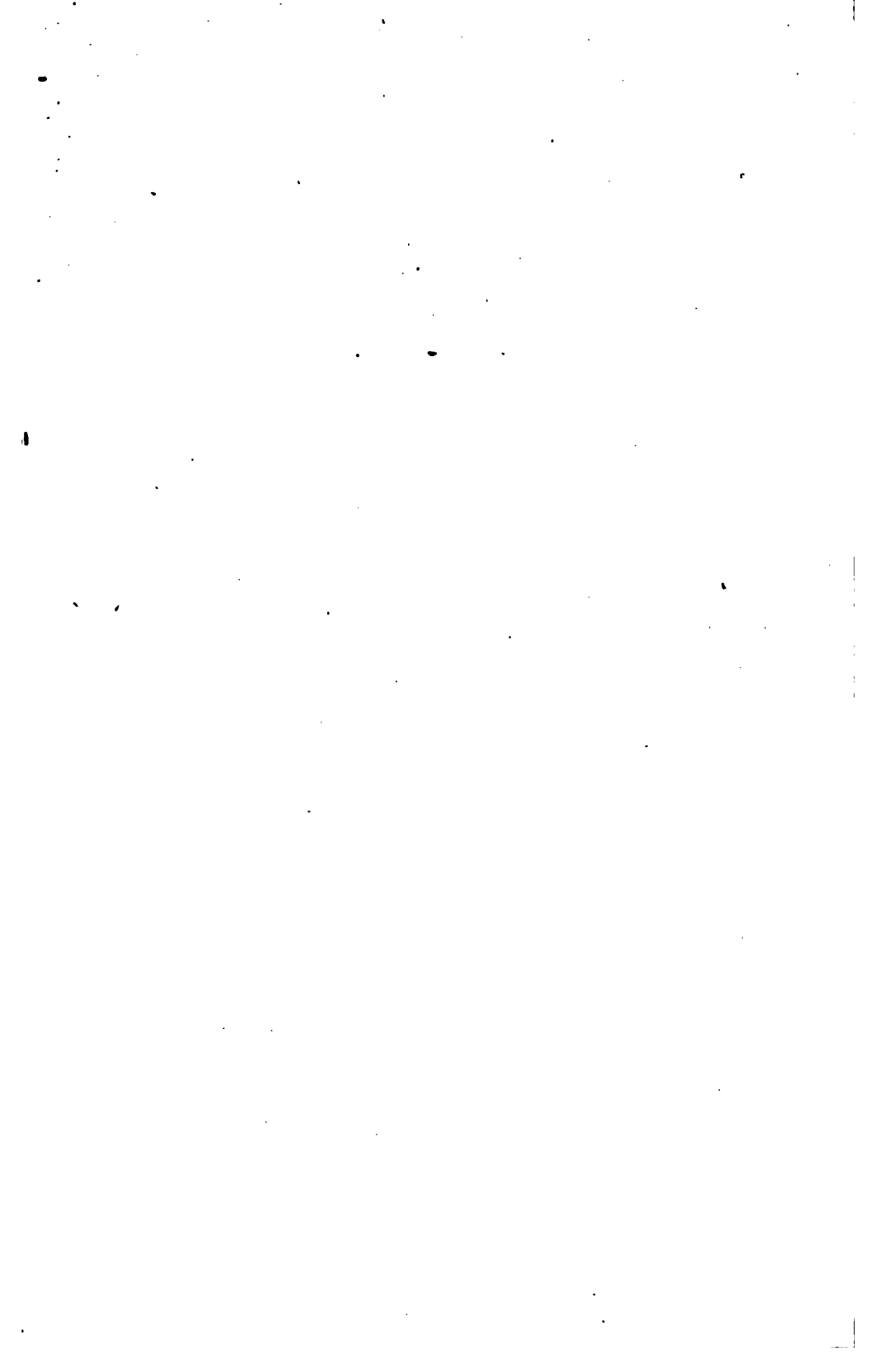
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DOCUMENTS  
OF THE  
SENATE

OF THE  
STATE OF NEW YORK.

ONE HUNDRED AND THIRTY-THIRD SESSION.

1910.

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VOL. XXIV.—No. 37.—PART 2.

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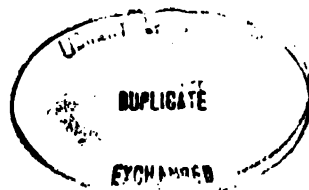


ALBANY  
J. B. LYON COMPANY, PRINTERS

1910

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**D. OF D.**  
**JUN 21 1912**



STATE OF NEW YORK

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# REPORT

OF THE

Joint Committee of the Senate and Assembly

OF THE

STATE OF NEW YORK

Appointed to Investigate

Telephone and Telegraph Companies

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## APPENDIX B

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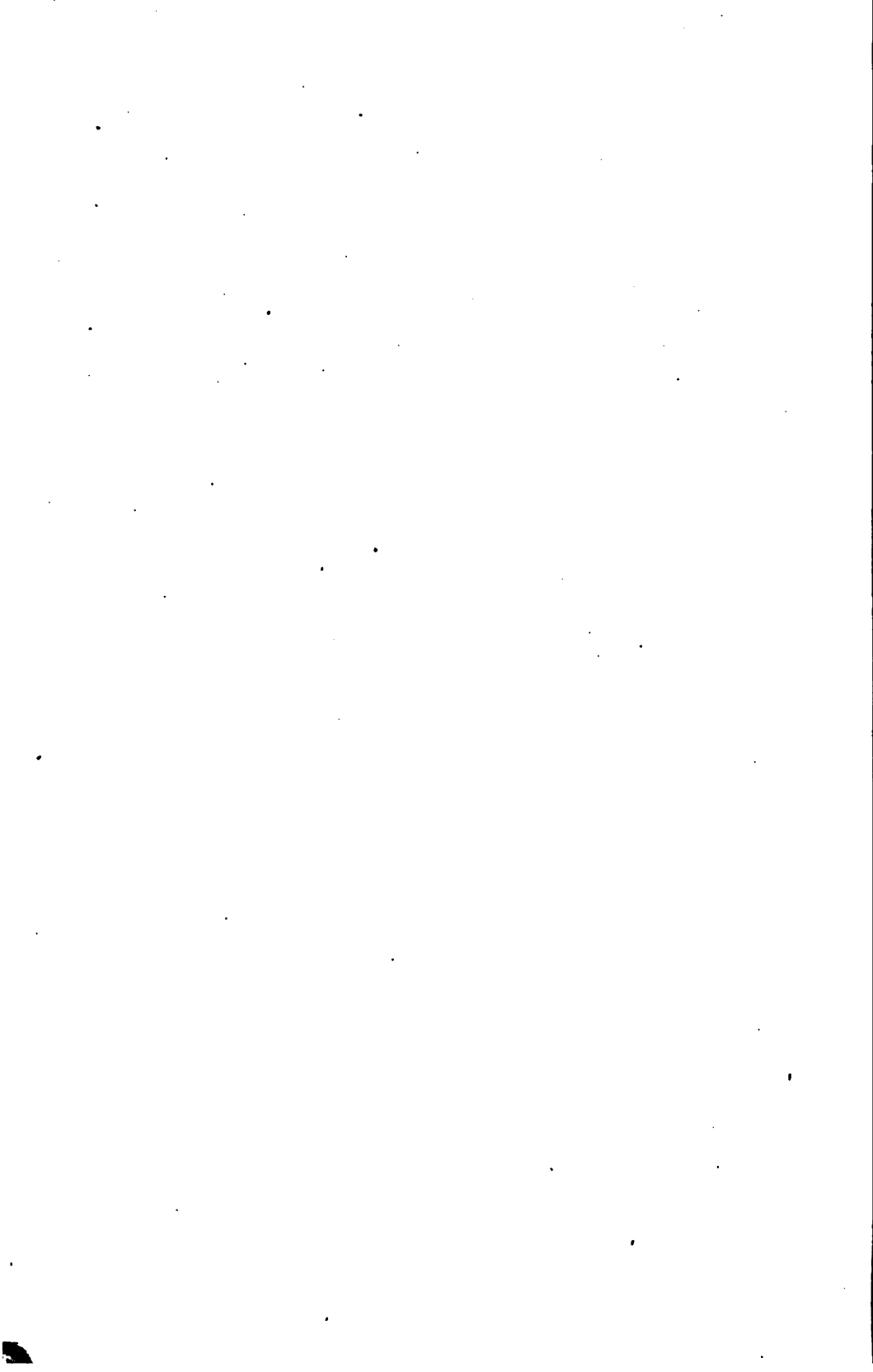
TRANSMITTED TO THE LEGISLATURE MARCH 21, 1910

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J. B. LYON COMPANY, PRINTERS

1910



# APPENDIX B

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## Compilation of Statutes

Relating to

Incorporation, Regulation, Supervision and  
Taxation

of

Telegraph and Telephone Companies

In

The Several States and Territories of the United States





LETTER OF TRANSMITTAL.

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COLD SPRING-ON-HUDSON, N. Y.,

March 8, 1910.

*To Hon. E. J. Page, Chief Counsel Joint Committee of the Senate  
and Assembly of the State of New York Appointed to Inves-  
tigate Telephone and Telegraph Companies:*

DEAR SIR.—As requested by you I have prepared for the use of the Committee, and herewith submit, a compilation of the statutes of the several states and territories of the United States relating to the incorporation, regulation, supervision and taxation of telegraph and telephone companies within those states and territories.

Very truly yours,

J. BENNETT SOUTHARD,

*Assistant Counsel.*



## **ALABAMA.**

### **I. CONSTITUTION.**

The Legislature shall pass no special act conferring corporate powers, and shall pass general laws under which charters may be altered or amended, and shall provide by general law for the payment to the State of a franchise tax by domestic corporations, which shall be in proportion to the amount of capital stock.

A foreign corporation shall not do business in the State without having at least one known place of business and an authorized agent therein and without filing with the Secretary of State a certified copy of its articles of incorporation or association.

Corporations shall engage only in the business authorized by its charter.

Lands belonging to the State shall never be donated directly or indirectly to private corporations or individuals, nor shall such lands be sold to corporations for a less price than that for which they are subject to sale to individuals, provided, however, that the Legislature may grant a right of way not exceeding 125 feet in width as a mere easement for railroads or telegraph or telephone lines across State land, and the Legislature shall never dispose of the land covered by such right of way, except subject to such easement.

No municipality having a population of more than 6,000 shall have authority to grant the right to use its streets or public places for the construction or operation of telephone or telegraph lines for a longer period than thirty years. Any corporation organized for the purpose, or any individual, shall have the right to construct and maintain lines of telegraph or telephone within the State and connect the same with other lines, and the Legislature shall by general law of uniform operation provide reasonable regulations to give full effect to this section. No telegraph or

telephone company shall consolidate with or hold a controlling interest in the stock or bonds of any other telegraph or telephone company owning a competing line or acquire by purchase or otherwise any other competing line of telegraph or telephone.

## II. CORPORATIONS.

Three or more persons may become a body corporate whose certificate of incorporation shall be signed by all the subscribers to the capital stock, and which shall set forth its name, its object, location of its principal office, amount of authorized capital stock, which shall not be less than \$2,000; the number of shares, the amount of capital stock with which it will begin business, which shall not be less than 25 per cent. of the authorized capital; the name and addresses of its officers or agents designated to receive subscriptions, and if the corporation be a telegraph or telephone company the certificate shall further state the names of the county or counties in which it is proposed to do business, which certificate shall be filed and recorded in the office of the probate judge of the county of the place of its principal business office, and certain legal fees prescribed by statute known as charter fees shall be paid and after filing the certificate in the office of the probate judge, the corporation shall cause to be filed in the office of the Secretary of State a statement signed by that judge setting forth in detail its name, the names of the incorporators, date of incorporation and amount of capital, and the place where incorporated.

Domestic corporations may have meetings of its directors within or without the State.

Telegraph or telephone companies may exercise the right of eminent domain, provided that no person or corporation shall be authorized to use the streets and public places of a city, town or village without the consent of the proper authorities of such municipality being first obtained, and telephone and telegraph companies may acquire by condemnation the right of way for their lines, and may enter upon lands to examine and make surveys for their proposed lines.

Non-user of franchises for a period of five years shall work a forfeiture of such franchise.

Whenever any corporation operating or maintaining any public utility and having enjoyed franchises under contract with any municipality to render any public service to such city or municipality or inhabitants thereof shall fail after reasonable notice, of default in the performance of such contract, to comply with and perform the same in the manner provided in such contract, the governing body of such municipality may apply to the Chancery Court to enforce the forfeiture of the rights and franchise and annul the charter of the corporation.

Corporations whose charter expires or which are dissolved exist as a body corporate for five years for the purpose of suits and of settling its business, but not for the purpose of continuing business and the directors during that period are the trustees of the property of such company.

A foreign corporation shall file a certificate designating at least one known place of business in the State, and an authorized agent residing thereat, which certificate must be filed in the office of the Secretary of State, and it shall be unlawful for any such company to engage or transact business before filing said certificate, and if it shall so do without complying with the provisions of this act it shall for each offense forfeit to the State the sum of \$1,000. Such foreign corporations shall pay into the treasury for the use of the State a fee to be based upon the amount of its capital stock, and all contracts made in the State by any foreign corporation which has not first complied with the provisions of this act shall, at the option of the other party to the contract, be wholly void. Any foreign corporation shall have the right to acquire by subscription, purchase or otherwise, and to hold, own and vote, the shares of the capital stock of any domestic corporation, provided such foreign corporation shall have complied with the laws of the State that refer to the doing business therein of foreign companies; provided that nothing herein contained shall be construed or interpreted as authorizing the creation of any monopoly, trust or unlawful combination in the nature of a trust or monopoly.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

A telegraph company, foreign or domestic, shall have the right to construct, maintain and operate its lines along any railroads

or public highways of the State, providing the same be constructed and maintained so as not to obstruct or hinder the usual travel of such railroad or highway, and shall have the right to contract with the owner of any lands or of any franchise or easement over which such telegraph line is proposed to be erected for the right of way for planting, repairing and preserving its poles; and such telegraph company shall be entitled to the right of way over the lands, franchises and easements of other persons and companies and the right to erect poles and establish offices upon making just compensation as provided by law.

The right of way is granted to any person or company having the right to construct telegraph or telephone lines within the State, to construct them along the margin of public highways.

The right of eminent domain is granted to domestic corporations, and to such foreign corporations which have complied with the laws of the State regulating the doing of business by them, and any foreign telegraph or telephone company proposing to extend connecting lines in the State may acquire an easement for the uses and purposes of such connecting lines.

#### IV. TAXATION.

Taxes shall be levied for public schools, for relief of Confederate soldiers and sailors, and for the use of the State and to raise revenue therefor. Each telegraph or long distance telephone company doing business between points wholly within the State, and without reference to its interstate commerce or governmental business, shall pay in advance to the State Treasurer a privilege tax based upon the mileage of telegraph or long distance telephone lines operated by it in the State, and each telegraph company whose line does not exceed 150 miles shall pay at the rate of \$1 per mile, and where the line exceeds 150 miles it shall pay \$500, together with \$1 for each mile of such line. Each long distance telephone company whose lines within the State do not exceed 200 miles shall pay at the rate of 50 cents per mile, and each long distance telephone company whose lines within the State exceed 200 miles shall pay \$250; and no telegraph company or long distance telephone company shall be liable to pay any additional privilege tax except licenses required by cities and towns and except upon its real estate, fixtures and other local property,

which shall be subject to taxation as other property in the State. The payment of such privilege tax to the Treasurer shall be accompanied by a sworn report showing the number of miles of line operated by the company within the State.

The chief officer of every local telephone company annually shall make a return under oath to the assessor of the county in which such instruments are located or lines operated, of the number of miles of telephone wire in the county belonging to such company, its value, the number of poles, batteries, instruments and articles in the county connected with its business, the value thereof, the amount of gross receipts from its business, done during the preceding year, and the assessor shall assess the tax against such company.

The chief officer of every telegraph or long distance telephone company whose line or part thereof is in the State must annually make return to the Auditor of the number of miles of wire in the State, the number of poles, batteries and articles in the State connected with its business, specifying the counties in which such property is situated and the items thereof.

All property, real and personal, of telegraph or telephone companies not required by this act to be returned to the Auditor must be returned to the tax assessor of the county in which it is taxable, and by him assessed as other property in the county is returned and assessed.

Licenses are required from each telephone company operating a line in towns or cities of 20,000 inhabitants of \$25; in towns and cities of less than 20,000 and more than 10,000 inhabitants, \$10; and in all other places, \$5; but this tax shall not apply to private individuals who operate a line between private residences for private use and where no rental is charged.

#### **V. CRIMES AND PENALTIES.**

Any person who wilfully, intentionally or knowingly cuts down, destroys or injures any telegraph or telephone line or part thereof or who shall wilfully, intentionally or knowingly place or leave any material on, across or against the wires of such line, must on conviction be fined not less than \$25 nor more than \$500, and may also be imprisoned for a period not exceeding six months.



**VI. LIMITATIONS OF TRADE AND COMMERCE.**

Any person or company who engages or agrees with other persons or companies to enter into, directly or indirectly, any combination or confederation to regulate or fix the price of any article or commodity to be sold within the State for speculation, or any person or company who enters into or becomes a member or party of such pool, agreement or combination to fix or limit the quantity of any article or commodity to be produced, manufactured, mined or sold within the State may on conviction be fined not less than \$500 nor more than \$2,000.

Any corporation chartered under the laws of the State or any officer or employee or stockholder thereof which enters into any combination with any other company or combination with intent to place the management or control of such company in the hands of any other corporation or person and thereby limit or fix the price or restrict or diminish the production, manufacture, sale, use or consumption of any article of commerce must, on conviction, be fined not less than \$500 nor more than \$2,000.

**VII. LEGISLATURE.**

The Legislature shall meet quadrennially.

## **ALASKA.**

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### **I. CORPORATIONS.**

Three or more adult persons having a *bona fide* residence in Alaska may form a corporation, and shall make and subscribe articles of incorporation in triplicate, filing one in the office of the Secretary of the District of Alaska, another in the office of the clerk of the District Court of the recording division in which the principal place of business of the company shall be located, and retaining the third in the possession of the company; and upon so filing such certificate giving the name, business, place of transacting the same, duration (which shall not exceed fifty years), capital stock, how paid in, number and par value, place and name of residence of persons forming the company and the highest amount of indebtedness or liability to which such corporation shall at any time be subject; the persons who have executed such certificate shall be a body corporate and politic in fact and in law.

The corporate powers of the company shall be exercised by a board of not less than three directors, who shall be stockholders and a majority of whom shall be residents of Alaska.

Annual statement of the affairs of the company shall be published three weeks in a newspaper in Alaska.

Foreign corporations shall, before doing business within the District, file in the office of the Secretary of the District and in the office of the clerk of the District for the division wherein they shall intend to carry on business a duly certified copy of its articles of incorporation, and a statement showing the name of the company, location of its principal place of business, capital stock paid in in money and otherwise, assets and cash value, liability, and if any indebtedness is secured, how secured, and a certificate certifying that the company has consented to be sued in the courts of the District and designating a resident of the District as an agent upon whom process may be served; and upon failure so to do such company shall forfeit the sum of \$25 for every day it shall neglect to file the same and every contract

made by it or its agents shall be voidable at the election of the other party thereto, and if it shall fail to comply with any of the provisions of this chapter all its contracts with citizens of the District shall be void as to the corporation or company, and no court shall enforce the same in favor of the corporation or company so failing.

No telegraph or cable lines owned, or operated or controlled by persons not citizens of the United States, or by any foreign corporation or government, shall be established in or permitted to enter Alaska.

The right of eminent domain may be exercised in behalf of telegraph or telephone lines.

The town councils shall have the power by ordinance to assess on real and personal property and levy a general tax for municipal purposes, and to impose such license tax on business conducted within the corporate limits as the council shall deem reasonable, and to provide for its collection by fine and penalty as for a violation of other ordinances.

Every telegraph company shall transmit without delay messages upon application of any officer of the District of the United States for the prevention and punishment of crime and for arrest; any officer or employee of the company who shall refuse or omit to transmit the same or shall alter or falsify the same for any purpose, shall be liable to indictment and upon conviction shall be fined not more than \$1,000 or imprisoned not more than twelve months, or both.

Wilful and malicious injury or displacement of any insulator or removal thereof or of any wires or any object used in any line of telegraph or telephone or the attachment of a ground wire or other contrivance to wilfully and maliciously destroy or interfere with the transmission of electricity along the line, or to in any way destroy appliances appurtenant to such line; or to interfere wilfully or maliciously in the use of any telegraph or telephone line or obstruct or postpone any message thereover or permit or advise any such injury or interference shall be a misdemeanor punishable by a fine not exceeding \$50 or imprisonment not exceeding six months, or both, as shall be the same punishment of an officer, operator or employee who shall wilfully

divulge to any person other than the party from whom the same was received or to whom sent or his agent or attorney, any message received or sent or intended to be sent over any telegraph line, or divulge the contents, substance, or purport thereof, or wilfully alter by adding thereto or omitting therefrom any word or figure, so as to materially change the sense or purport of such message, to the injury of the persons sending or desiring to send the same or to whom the same was directed.

Knowingly and wilfully sending a false despatch or the delivery thereof by any agent or employee in any telegraph office shall be punished in like manner, nor shall any agent or employee in any telegraph office in any way use or appropriate any information derived by him from any private message passing through his hands, nor shall he trade or speculate upon such information so obtained, or in any manner turn or attempt to turn the same to his account or profit, nor shall any operator or employee wilfully or unreasonably refuse or neglect to transmit any message received by such office or unreasonably or wilfully postpone the same out of its order or wilfully or unreasonably refuse or neglect to deliver the same, and if such agent shall so do, he shall be punishable by a fine not exceeding \$500 or six months' imprisonment or both, provided that the charges on such message shall have been paid or tendered; nor shall any envelope containing a telegraph message, and addressed to any other person be wilfully or unlawfully opened without the authority or consent of the persons to whom the same is directed.

No person connected with any telegraph company shall by means of any machine, instrument or contrivance wilfully and fraudulently attempt to read any message or learn the contents thereof while the same is being sent over any line or wilfully or clandestinely learn or attempt to learn the contents or meaning of any message while the same is in any telegraph office or being received thereat or sent therefrom, nor shall any person bribe any operator to disclose a private message or offer any bribe or compensation for the disclosure of any private information, and any person so doing shall be guilty of a misdemeanor, punishable by a fine not exceeding \$1,000 or imprisonment not exceeding one year or both.

## ARIZONA.

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### II. CORPORATIONS.

Any number of persons may associate themselves together and become incorporated for the transaction of business which is lawful and before commencing business they must adopt articles of incorporation which shall be signed and acknowledged and recorded in the county where the principal place of business is to be and a certified copy thereof shall be filed in the office of the Territorial Auditor. Such articles of incorporation must specify the highest amount of indebtedness and liability direct or contingent to which it is at any time to be subject which shall in no case exceed two-thirds of the amount of its capital stock.

Corporations may be formed to endure for twenty-five years but they may be renewed from time to time for a period of not exceeding twenty-five years.

A corporation may establish a sinking fund and loan the same out from time to time; taking in all cases good and sufficient security therefor.

All corporations shall appoint a *bona fide* resident of the territory who has been such resident for at least three years, its agent upon whom all notices or process may be served.

Foreign corporations shall file a duly authenticated copy of its charter and articles of incorporation and the appointment of an agent with the Territorial Auditor and the county recorder in each county in the territory in which its business is to be carried on and every act done by a foreign corporation prior thereto shall be void.

### III. TAXATION.

The common councils in cities shall have power to regulate the erection of poles and wires in and upon its public streets and grounds, but no franchise or right to use the same, either on, across or under the public streets and grounds shall be granted for a longer period than twenty-five years and, in addition to any other

form of compensation granted, shall pay annually to such city a sum of money based in amount upon its gross receipts and such grant may provide that upon the termination thereof, the plant, as well as the property of the grantee in the streets and public places shall thereupon without further or other compensation to the grantee, or upon the payment of a fair valuation thereof, be and become the property of the city. The grantee shall be entitled to no payment because of any valuation derived from this franchise and each grantee of a franchise from the city rendering a service to be paid for wholly or in part by users of such service shall keep books of account, and make quarterly reports in writing to the city comptroller of all its financial receipts and a full statement of its assets and debts and other information as to its financial condition.

The city council shall have power to prevent the encumbering of the streets or public grounds with poles, or any substances or material whatever and to regulate and have and exercise exclusive control over the streets and sidewalks of the city and to regulate or prohibit the erection of telegraph and telephone wires, poles or cables, and have power to designate by ordinance where such poles shall be placed by any person or corporation operating under a franchise granted by the council and shall have exclusive power to license and tax the carrying on and conduct of any and all professions, occupations, trades or other business by any person, natural or artificial, within the corporate limits of the city and to fix the amount of license tax thereon to be paid in such amounts and at such times as the council shall think practicable and just and may enforce the payment thereof.

Towns may be formed containing a population of 500 and more whose corporate powers shall be vested in a common council who shall have power within the limits of the town to exercise exclusive control over the streets and public places thereof and to license, tax and regulate telegraph and telephone companies, and have power to levy and collect annually taxes upon the assessed value of the real and personal property within the town as shown by the equalized assessment-roll of the current year.

Any franchise for any public utility to be maintained or operated by any private person or company in any municipal corpo-

ration in the territory shall not be granted by the authorities thereof unless authorized to be granted by a majority vote of the qualified voters thereof at a regular election held therein.

An application for such franchise shall be presented to the common council who shall file the same and if the council shall deem the granting thereof beneficial they may pass a resolution stating that fact and submit the question as to whether such franchise shall be granted or not, to the qualified voters of that municipality at the following regular election held therein, and if the majority of the votes cast thereat shall be in favor of granting that franchise the council may grant the same, but for no longer term than twenty-five years.

#### IV. CRIMES AND PENALTIES.

Malicious removal, injury or destruction of any line of telegraph or its apparatus or severing any wire, is a misdemeanor; wilful disclosure of the contents of a telegraph message without the permission of the person to whom it is addressed is punishable by imprisonment for a term not exceeding five years as is the like punishment for the wilful alteration of the purport, effect or meaning of such a message and a like punishment is prescribed if any person not connected with a telegraph office, without authority wilfully opens any sealed envelope enclosing a telegraph message addressed to another for the purpose of learning the contents thereof or fraudulently representing such other person and thereby procuring to be delivered such telegraph message addressed to such other person with intent to use, destroy or detain the same.

Every agent of a telegraph company who wilfully refuses or neglects to send a message received at such office, or wilfully disposes of the same out of its order, or wilfully refuses or neglects to deliver a message received by telegraph is guilty of a misdemeanor provided the charges therein have been paid or tendered.

Telegraph agents must not use information gained as such, from messages passing through their hands; the penalty for which is punishable by imprisonment for not exceeding five years. Bribing a telegraph operator to disclose any private message or fraudulently reading messages by any machine or contrivance or in any other manner and thereby learning the contents or meaning of a

message while the same is being sent or received is punishable by a like penalty.

Any court may by endorsement upon a warrant of arrest authorize the service thereof by telegraph and the telegraphic copy thereof is as effectual in the hands of any officer as if it were the original warrant.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

There are no such statutes in Arizona.



## **ARKANSAS.**

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### **I. CONSTITUTION.**

The General Assembly shall pass no special act conferring corporate powers, except for charitable, educational, penal or reformatory purposes, where the corporations created are to be and to remain under the patronage and control of the State.

Foreign corporations may be authorized to do business in the State, provided that no such corporation shall do any business, except while it maintains therein one or more known places of business, and an authorized agent for the same, upon whom process may be served, and, as to the contracts made in the State they shall be subject to the same regulation and liabilities as domestic corporations, and shall exercise no other or greater powers or franchises than may be exercised by domestic corporations, nor shall they have power to condemn or appropriate private property.

Private property shall not be taken, appropriated or damaged for public use without just compensation to be secured to the owner by a deposit, which compensation, irrespective of any benefit from any improvement proposed by such company, shall be ascertained by a jury.

### **II. CORPORATIONS.**

Every foreign corporation shall have its certificate filed in the office of the Secretary of State designating a citizen, agent upon whom process may be served, which certificate shall also state the principal place of business of such company within the State, and it shall also file in the office of the Secretary of State, a copy of its charter and pay certain fees to the State Treasurer, and upon failure so to do shall be subject to a fine of not less than \$1,000, in addition to which penalty no foreign company which shall fail to comply with this act can maintain any suit or action in any of the courts of the State, upon any demand whether arising out of contract or tort.

Any number of persons not less than three may become associated under any name assumed by them as a domestic corporation, the capital stock of which shall be fixed and limited by the stockholders, execute articles of association which shall specify the purposes for which it is established. Its capital stock shall be fixed by the articles of association, and shall be \$25 each, but capital may be increased.

Its property and affairs shall be managed by not less than three directors chosen annually by stockholders, and must be themselves stockholders.

These directors may choose officers.

The articles of association must be filed with the Secretary of State and recorded with the county clerk.

The president and secretary shall make annual report to the county clerk showing its condition of affairs.

The corporation may be sued or sue and hold real property.

Upon failure of president and secretary to make report, they shall jointly and severally be liable for all debts of the corporation contracted during the period of their neglect to so file the report.

Directors assenting to a dividend, if a dividend is declared while the corporation is insolvent or if any dividend is paid which would render it insolvent, are liable for all debts due from the corporation at the time of dividend.

No preference, except for wages and salaries of laborers and employees shall be allowed among the creditors of an insolvent corporation.

The Court of Chancery has jurisdiction over the assets of an insolvent corporation.

Stockholders or creditors may apply to Chancery Court to dissolve and wind up corporations.

Corporation may surrender charter and the Chancery Court has jurisdiction to pay its debts and distribute its assets.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Domestic or foreign corporations may construct and maintain telegraph or telephone lines over public highways and streets of cities and towns or of public land or works belonging to the State and over lands of private individuals and upon or parallel to any

railroad or turnpike and over bridges or structures of railways, provided the ordinary use of such highway, streets or railroads, or bridges or structures be not obstructed, and the just damages be paid to the owners of the lands, railroads, and turnpikes by reason of the occupation of the same by said telegraph or telephone companies.

Such companies have the right of eminent domain in the same manner as prescribed for taking property for a railroad right of way, and have the right to peacefully enter lands for purposes of survey. No exclusive privileges shall be given to one company over another.

Messages must be transmitted in order of their receipt.

Messages must not be intercepted, nor poles, wires or fixtures destroyed or injured.

Every company must under penalty of \$500 transmit such messages as may be tendered to it without discrimination as to charge or promptness.

Every telephone company must supply all applicants with connections without discrimination.

The maximum rate for rental of telephone instruments is not to exceed \$4 per month.

The companies are not allowed to demand or sue for rents, charges or fees in excess of the rates provided by these statutes.

Telegraph companies must keep schedule of rates posted and upon failure of any agent to show the schedule he is guilty of a misdemeanor.

Telegraph company is liable for mental anguish even in the absence of bodily injury or pecuniary loss in an amount which the jury may conclude resulted from the negligence of said telegraph company.

Where corporation has entered upon property, the owner may bring suit and the measure of recovery is the same as that governing proceedings by corporations for the condemnation of property, and the amount of damage shall be paid the owner of lands for right of way shall be determined irrespective of any benefit that the owner may receive from any improvement proposed to be made by the company.

All companies having exclusive rights to rent or sell telephone or telephone instruments in the State, and doing business therein,

shall permit any individual or domestic corporation organized for the purpose of transmitting telephone messages, to use and rent the instruments, appliances and telephones belonging to or being under the control of said companies at any sum not to exceed \$4 per month for each instrument provided that every such owners or patentees are owning and operating lines for the transmission of telephonic messages between the same points of transmission and reception of messages, they shall not be compelled to rent their said instruments to rival companies.

#### IV. TAXATION.

Telegraph companies, domestic or foreign, shall biennially file with the Board of Railroad Commissioners a statement containing a copy of the articles of incorporation, amount of capital stock, its kind, par and market value; the number of miles of line within and without the State which any such telegraph company employs in the transaction of its business and the number of miles of line employed in the State in the transaction of its business therein.

The board shall then proceed to ascertain the value of the entire capital stock of the corporation, and shall thereupon fix the sum at which the property of such corporation shall be assessed in the State for the purpose of taxation, by taking the same proportion of the aggregate value of the capital stock of any such company as the number of miles of line employed in the State in the transaction of its business bears to the aggregate number of miles of line employed in the State bears to the entire number of miles employed by it within as well as without the State, and then, such board shall ascertain the portion of such aggregate value to be apportioned to the several counties in the State in which such property shall be subject to taxation, which shall be done by dividing the aggregate amount fixed as said taxable value in the State by the entire number of miles of line over which such corporations carry on its business in the entire State, and the result shall be the value per mile of such capital stock for the purpose of taxation and said value per mile shall be multiplied by the number of miles of telegraph line lying and being situate in said county, and the product thereof is the sum to be taxed in such county.

The office furniture and other real and personal property of telegraph companies shall be assessed in the county or other

municipality where the same is used or kept, in like manner as other real and personal property in such county, city or town is assessed. If any such tax assessed against any telegraph company in any county shall remain due and unpaid after the 10th day of February in any year it shall be unlawful for any person or corporation to act as agent or do or transact any business for such company so in default in such county, until said tax, interest and penalty is fully paid, and any person or agent or employee of any corporation who shall after such default directly or indirectly act as agent or do or transact any business whatever on account of or for the benefit of such company, shall after the default shall have been fixed, be confined in the penitentiary not less than one nor more than twelve months.

Telephone companies doing business in the State, in addition to the other property required by law to be listed, shall through their chief officer annually deliver to the county assessor where said company is located or doing business a sworn statement giving the name and location of the company, the amount of capital stock authorized and number of shares; the amount paid up; its market, and if no market, then the actual value of the shares; the amount of all indebtedness, except indebtedness for current expenses, excluding from such indebtedness the amount paid for the purchase or improvement of the property, and the true value of all tangible property belonging to such company.

#### **V. CRIMES AND PENALTIES.**

Any person who wilfully or intentionally shall destroy, injure or obstruct any telegraph or telephone line or any of the property or materials thereof, shall on conviction therefor be fined not less than \$200, and may be imprisoned for a period not exceeding one year, and pay to the owners of said line double the amount of the damages sustained thereby.

Any person connected with any telegraph company as agent or employee who shall wilfully divulge the contents or nature of the contents of any private communication entrusted to him for transmission or delivery or who shall wilfully refuse or neglect to transmit or deliver the same, shall on conviction, be fined not less than \$500 or more than \$1,000, or be imprisoned for not less than six months or more than twelve, or both.

**VI. LIMITATIONS OF TRADE AND COMMERCE.**

Pools and trusts of all kinds are prohibited and violations of the act by a domestic corporation forfeits its charter while a violation thereof by a foreign corporation causes a forfeiture of its right to do business in the State.

Annually the Secretary of State shall ascertain from the president of domestic corporations whether they are connected with any trust, and such chief officer shall make reply under oath in the form of an affidavit, and upon failure to reply to such request it shall be the duty of the prosecuting attorney to proceed against the corporation, if a domestic corporation, for the recovery of the money forfeit provided in the act, and also for the forfeiture of its charter or certificate of incorporation; if a foreign corporation, to proceed against the same for recovery of the forfeit provided by this act, and to forfeit its right to do business within the State.

**VII. LEGISLATURE.**

The General Assembly shall meet every two years.

## CALIFORNIA.

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### I. CONSTITUTION.

The Legislature shall not extend any franchise or charter or remit the forfeiture of any franchise or charter of any corporation now existing or which shall hereafter exist.

The exercise of the right of eminent domain shall never be abridged or construed so as to prevent the Legislature from taking the property and franchises of incorporated companies and subjecting them to public use the same as the property of individuals.

Corporations shall have no powers outside of those expressly authorized by its charter.

The Legislature shall pass laws for the regulation and limitation of the charges for services performed and commodities furnished by telegraph corporations.

### II. CORPORATIONS.

#### (a) *Domestic Corporations.*

Five or more persons, the majority of whom shall be residents of the State, may form a corporation.

The articles of incorporation of any telegraph company must state the kind of telegraph intended to be constructed, its route and estimated length of line, and before filing its articles of incorporation must have actually subscribed \$100 per mile of each mile of its contemplated work.

Certificate must be filed in the office of the Secretary of State, and in the office of the county clerk of the county in which its property is situate.

The Attorney-General or district attorney, when required by the Governor, must examine into the affairs and conditions of any corporation, and the Legislature or either branch thereof may examine into the affairs and conditions of any corporation at all times.

#### (b) *Foreign Corporations.*

Foreign corporations must designate person residing in the State upon whom process may be served and upon failure so to

do shall be denied the benefit of the laws of the State limiting the time for the commencement of civil actions, and shall not maintain or defend any action in any court.

Foreign corporations shall file a copy of its articles of incorporation or charter with the Secretary of State.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Corporations may construct lines and use right of way along waters, roads and highways.

Any telegraph corporation at any time, with the consent of the persons holding two-thirds of the issued stock, can dispose of its rights or property except its franchise.

Care and diligence must be used in the transmission and delivery, and every message, if practicable, must be transmitted immediately.

Every person whose message is refused or postponed is entitled to recover his actual damage and \$50 in addition.

The right of eminent domain may be exercised in behalf of telegraph lines.

The court has jurisdiction to determine all adverse or conflicting claims, and to determine the respective rights of the different parties seeking condemnation of the same property.

Property can be taken where it appears that the use to which it is to be applied is a use authorized by law; that the taking is necessary, and if already appropriated to some public use, that the public use to which it is to be applied is a more necessary public use.

### IV. TAXATION.

A license must be procured before the commencement of any business liable to license tax, and boards of supervisors of the counties have power to license all kinds of business.

All telegraph and telephone lines shall be described as real estate but assessed as personal property by the county assessor at a rate per mile for that portion of such property as lies within his county.

The board of trustees of cities shall have power to acquire, own, construct, maintain and operate telephone and telegraph



lines and to permit the construction and maintenance of telegraph and telephone lines.

Every franchise to erect or lay telegraph or telephone lines proposed to be granted by boards of supervisors, trustees or common councils, except telegraph or telephone lines doing an interstate business shall be granted upon application, provided that it is advertised that bids will be received for such franchise, and that it will be awarded to the highest bidder.

The notice of publication must state the details of the proposed franchise and that sealed bids therefor will be received and the successful bidder must during the life of the franchise pay the municipality 2 per cent. of the gross actual receipts after the first five years.

Each bid shall be accompanied with cash or certified check for full amount of the bid; and at least 10 per cent. of the amount of the bid shall be deposited with the clerk of the municipality before the franchise shall be struck off, and the remaining 90 per cent. of the amount shall be deposited with the clerk of the municipality within twenty-four hours after the acceptance of the bid, and upon failure so to do the award of the franchise shall be set aside.

Work shall be begun thereafter within four months and completed within not more than three years, provided an extension of time may be granted not to exceed three months.

A bond must be filed by the successful bidder conditioned that he will fulfill and perform the terms of the franchise, and in case of any breach or condition of the bond, the whole amount thereof shall be taken and deemed to be liquidated damages and shall be recovered.

No clause shall be inserted in any franchise offered for sale which shall restrict competition.

#### **V. CRIMES AND PENALTIES.**

Telephone or telegraph companies must not employ children to deliver messages in a place of questionable repute.

It is a misdemeanor to displace or injure any public highway or bridge or to remove or injure or obstruct any telegraph line.

No telegraph message shall be disclosed nor wilfully altered, and no message shall be wilfully postponed out of its order, nor

shall any company wilfully refuse or neglect to deliver any message received by telegraph.

**VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

**VII. LEGISLATURE.**

The Legislature shall assemble every two years.

### ACTS OF CONGRESS.

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Any telegraph company shall have the right to construct and operate lines of telegraph through and over any portion of the public domain of the United States and over and along any of the military or post-roads thereof, but such line shall be constructed and maintained so as not to obstruct the navigation of streams or interfere with the ordinary travel of such roads and such companies shall have the right to take and use from the public lands through which its line may pass, the necessary stone, timber and material needful for its uses in constructing, maintaining and operating its line, piers and stations and may pre-empt and use such portion of the unoccupied public lands, subject to pre-emption, through which their lines of telegraph may be located as may be necessary for their stations not exceeding forty acres for each station, but such station shall not be within fifteen miles of each other. The United States government shall have priority in the transmission of messages, and the United States may, for postal, military or other purposes, purchase all the telegraph lines, property and effects of any or all companies acting under the provisions of this act, at an appraised value to be ascertained by five competent disinterested persons, two of whom shall be selected by the Postmaster General, two by the company, and one by the previously selected appraisers.

Before any telegraph company shall exercise any of the powers or privileges conferred by law, such company shall file their written acceptance with the Postmaster General of the restrictions or obligations required by law, and if, after they have filed its acceptance, shall refuse or neglect to transmit any telegraphic communications herein provided for, such company shall be liable to a penalty of not more than \$1,000 for each refusal or neglect, to be recovered by an action at law in any district court of the United States.

Telegrams are authorized to be transmitted by railroad companies which shall file their written acceptance of the restrictions

and obligations imposed on telegraph companies, for the government and for the general public at rates to be fixed by the government.

All railroad and telegraph companies to which the United States has granted any subsidy in lands, or bonds, or loans, or credit, are required to construct and maintain or operate telegraph lines, and all companies engaged in operating such lines forthwith and henceforth shall maintain and operate for railroad, governmental, commercial and all other purposes, telegraph lines, and exercise, by themselves alone, all the telegraph franchises conferred upon them and obligations assumed by them under these acts, and whenever any telegraph company has accepted the provisions herewith and shall extend its lines to any station or office of a telegraph line belonging to any one of such railroad or telegraph company extending its line shall have the right, and such railroad or telegraph company shall allow the extending company to connect with the telegraph line to such railroad or telegraph company attach its extended line at the place where their lines may meet for the interchange of telegraph business and such lines shall be so operated as to afford equal facilities to all without discrimination in favor of or against any person or company whatever, and shall receive, deliver and exchange business with connecting lines on equal terms, and affording equal facilities and without discrimination for or against anyone of such connecting lines and such exchange of business shall be at all times just and equitable.

Upon failure or refusal to so maintain and operate a line or refusal to make or continue arrangements for interchange of business, such connecting telegraph company may apply for relief to any Interstate Commerce Commission whose duty it shall thereupon be, under such rules and regulations as it so prescribes, to ascertain the facts and determine and order what arrangements is proper to be made in the particular case; and any person or agent of such railroad or telegraph company or any company operating the same which shall neglect or fail to operate the same as directed, or shall disobey or refuse to abide by or perform any of the foregoing conditions, shall be guilty of misdemeanor punishable by fine not exceeding \$1,000 and imprisonment not less than six months.

Every company shall file with the Interstate Commerce Commission copies of all contracts and agreements between it and every other person or company in reference to the ownership, control, use or operation of any telegraph line, and describing the lines and property belonging to it and the manner in which the same is used or operated and the lines and property upon its right-of-way in which any other person or company claims to have a title or interest, and such company shall annually report to the Commission the nature, extent, value and condition of its lines and property, gross earnings, expenses of maintenance, use and operation and its relation and business with all connecting companies during the preceding year, and upon refusal, or neglect, or failure so to do, or refusal to submit its books or records for inspection, such neglect or refusal shall operate as a forfeiture of a sum of not more than \$5,000, to be recovered in the name of and for the use and benefit of the United States.

The Secretary of the Interior is authorized to permit the use of rights of way through the public lands and national parks for electrical plants and lines for the generation and distribution of electricity and telegraph and telephone purposes not to exceed fifty feet on each side of the center line of such line of poles; and no such permit shall be held to afford any right, or easement, or interest in, to, or over any public land, reservation or park.

#### **V. LIMITATIONS OF TRADE AND COMMERCE.**

Every contract, combination in the form of a trust or otherwise, or conspiracy in restraint of trade or commerce among the several states, or with foreign nations, is hereby declared to be illegal and every person who shall make such contract or enter into such combination or conspiracy is guilty of a misdemeanor punishable by a fine of \$5,000 or imprisonment not exceeding one year, or both.

Every person who shall monopolize or attempt to monopolize, or combine, or conspire with any other person, or persons, to monopolize any part of the trade or commerce among the several states or foreign nations shall be deemed guilty of a misdemeanor punishable by a like fine. Every contract or combination in the form of trust or otherwise, or conspiracy in restraint of trade or commerce

in any territory or in restraint of trade or commerce between any territory and another, or any territory and State or with foreign nations, is declared illegal and any person engaged in such combination is guilty of misdemeanor, and punishable by like fine and imprisonment. The Circuit Courts of the United States are invested with jurisdiction to prevent and restrain violations of this act and whenever it shall appear to the court before which any proceeding in this act shall be pending that the ends of justice require that other parties shall be brought before the court, the court may cause them to be summoned whether they reside in the district in which the court is held or not.

Any property owned under any contract or by any combination or pursuant to any conspiracy and being the subject thereof, mentioned in this act or being in the course of transportation from one State to another, or to a foreign country, shall be forfeited to the United States and be seized and condemned in like proceedings for those provided by law for the forfeiture and condemnation of property imported contrary to law.

Any person who shall be injured in his business or property by any other person or company by reason of anything forbidden by this act may sue therefor in the Circuit Court in the district in which the defendant resides or is found, after receipt of the injury in controversy and shall recover threefold the damage by him sustained, and the cost of the suit including a reasonable attorney's fee.

All anti-trust cases shall be given precedence in the Circuit Courts of the circuit by the Attorney-General, if in his opinion the case is of general public importance.

## COLORADO.

### I. CONSTITUTION.

The General Assembly shall not pass local or special laws granting to any corporation, association, or individual any special or exclusive privilege, immunity or franchise whatever. The right to construct and maintain telegraph lines within the State is granted and also to connect the same with other lines, but no telegraph company shall consolidate with, or hold a controlling interest in the stock or bonds of another telegraph company owning or having control of a competing line, or acquire by purchase or otherwise another competing line of telegraph.

If a telegraph company consolidate with any company organized under the laws of another State, the company so absorbed shall not become a foreign corporation, but the State shall have jurisdiction as if the consolidation had not taken place.

The right of eminent domain is granted, but shall never be abridged or construed so as to prevent the General Assembly from taking the property and franchise of incorporated companies and subjecting them to public use.

### II. CORPORATIONS.

#### (a) *Domestic Corporations.*

Three or more persons may execute a certificate and it shall be filed in the office of the recorder of deeds in each county in which it does business, and one copy in the office of the Secretary of State.

It is not lawful for a corporation to use its funds for the purchase of stock of its own company.

#### (b) *Foreign Corporations.*

Foreign corporations must file copy of a certificate of incorporation or charter with Secretary of State and pay a fee and shall designate an agent, and shall not exercise any corporate powers or acquire any property or franchise, or do any business until it shall have so done and received a certificate from the Secretary of State.

Every corporation must make an annual report showing its assets and indebtedness, and every telegraph or telephone company must set forth the number of miles of wire owned and operated by it within the State and the estimated cash value thereof, and the number of miles of wire leased and operated with the estimated cash value thereof with the number of offices operated by it within the State, and the estimated cash value of the equipment of the same and the estimated cash value of its wires and personal property outside of its owned and leased lines, offices and equipment.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

No telegraph company shall consolidate its stock, property or franchise with another telegraph company, owning or controlling any parallel or competing line of telegraph.

A company for the purpose of constructing a line of telegraph must specify the termini of its line and the counties through which it shall pass and such companies shall have the right to and is authorized to construct its lines along and upon any public highway, but it shall not have the right to erect the same in an incorporated city or town without the consent of the corporate authorities, which shall be in writing and recorded in the records office of the county in which the city or town is located.

No company shall refuse to receive any despatch from another company or person owning or operating any telegraph line in the State, nor shall refuse or neglect to transmit the same in good faith, and the company so offending shall forfeit all rights and franchises.

All messages must be transmitted in the order in which they are received.

Telegraph, telephone or electric light companies have the right to construct and maintain and operate their lines of wire along any railroad or public highway in the State, and shall have the right of way for such lines and over the privileges and easements of other persons or corporations upon making just compensation therefor, and shall have the right of eminent domain, however, consent of municipal authorities in cities or incorporated towns must be obtained.

Telegraph message must not be divulged.



**IV. TAXATION.**

The State Board of Equalization shall assess at the full cash value all the property tangible and intangible in the State, used or controlled by telegraph or telephone company and this board shall certify to the county assessors and to the county clerks the amount and value of the property assessed by said board and the amount assessed as being in the county of such assessor and county clerk.

This assessment shall be made annually.

The chief officer of telegraph or telephone companies shall file with the State Board of Equalization a statement showing its mileage of lines, the number of its instruments, its gross earnings, the net proceeds of the operation of such line, the cost of operation and maintenance and cost of all improvements, additions, or betterments thereto, distinguishing, particularly money expended in additions, improvements and betterments, and that expended in maintenance and operation.

This report shall also set forth the moneys and cash on hand, the number of shares of stock, its par value, etc., and, as to telephone companies, the report shall show the mileage of all wires operated within the limits of each city and town between the main station or other stations of the company and the house, offices and places of business of the patrons thereof, and finally, all properties owned by said companies including shares and capital stock of any other corporation or association.

Where the telegraph or telephone line is partly within and partly without the State, the statement within mentioned shall set forth the same matters touching the whole line of said company as well as touching that part thereof within the limits of the State.

The county assessors shall make an abstract showing the assessed value of all property, tangible and intangible, of all telegraph and telephone companies.

Every corporation shall set down in the schedule of its property a description of its franchise or privileges in detail.

No franchise shall be granted to use the streets or public places of a town or city unless notice of the intention of the company to apply shall be published with a description of the privileges to be applied for and the time for, and the terms upon which the franchise is desired.

Proof of publication must be produced and the proposed ordinance must be read twice before it is placed upon its final passage.

**V. CRIMES AND PENALTIES.**

No telegraph or telephone line shall be maliciously interfered with and such offense is a misdemeanor.

**VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

**VII. LEGISLATURE.**

The General Assembly shall meet every alternate year and no session shall exceed ninety days.

## CONNECTICUT.

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### I. CONSTITUTION.

The property of no person shall be taken for public use without just compensation.

### II. CORPORATIONS.

#### (a) *Domestic Corporations.*

Domestic corporations may acquire by purchase, the stock of other corporations or its own stock.

Upon the dissolution of a corporation, its directors become trustees to close up its business.

A corporation may be composed of three or more persons.

#### (b) *Foreign Corporations.*

Foreign corporations must file copy of its charter or certificate of incorporation with the Secretary of State and shall appoint the Secretary of State its attorney upon whom process can be served.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Telegraph and telephone companies shall have the right to erect, maintain and construct lines and shall have the right of eminent domain, but shall not exercise any powers to erect or place wires or fixtures on any highway or public ground or to change the location of the same without the consent of the adjoining proprietors, or if such consent cannot be obtained, without the consent of two of the county commissioners of the county in which it is desired to exercise such power.

The selectmen of towns and common council of the city have full power over the placing, erection and maintenance of poles, wires and fixtures within their respective jurisdictions.

No prescriptive rights to use or occupy any building or lands for the support of wires or by reason of the wires passing over or through any buildings or land, shall be acquired.

Stockholders of every domestic telegraph or telephone company are jointly and severally liable to any creditor of the company for payment of any debt due to him contracted during the time of their

holding stock, to the extent of 25 per cent. of the amount of stock held by them, provided the creditor shall have first obtained a judgment and execution thereon, which shall be returned unsatisfied, and that suit shall be brought against such stockholders while they continue to hold stock or within two years after they cease to hold it.

Despatches and messages shall be transmitted in the order in which they are received, under penalty of \$100 for every neglect.

Every telephone exchange shall, on application of any telephone company, furnish the latter with the use of telephone service and connection with their respective telephone exchanges and subscribers thereof without discrimination between applicant companies as to such connections; use of instruments or charges.

Every municipality shall have the right to occupy and use for municipal purposes the top gain of every pole now or hereafter erected by any telephone or telegraph company within the limits of each municipality.

Every foreign telephone company is prohibited from using streets or public places, until a special charter from the General Assembly, allowing such use, is granted, and unless application is made to and a finding by the Superior Court, that public convenience and interest require construction and operating by such corporation of a telephone system.

#### IV. TAXATION.

The chief officer of a telegraph company shall deliver to the State Comptroller annually a statement of the miles of wire owned, leased, controlled or operated, and shall pay to the State a tax of 25 cents on each mile of wire owned, leased, controlled or operated for telegraphic purposes within the State, which sum shall be in lieu of all other taxes upon its poles, wires or instruments, and other personal property used exclusively in the telegraphic business, but real estate shall be liable to tax in the town where situated.

The fiscal officer of a telephone company shall deliver to the State Comptroller a statement showing the number of telephone transmitters used in the State and which were furnished or rented by the corporation to any person for telephone purposes;

the number of miles of wire owned, leased and operated by the corporation, and shall pay to the State a tax of 70 cents upon each and every such transmitter furnished or rented, and a further tax of 25 cents on every mile of wire owned, leased, controlled or operated within the State, and which the corporation was entitled to use or was using for the transmission of telephonic messages, which tax is in lieu of all taxes upon the poles, wires and instruments and other personal property of the corporation, but real estate shall be liable to taxation in the town where situated.

#### **V. CRIMES AND PENALTIES.**

Property of telegraph or telephone companies shall not be unlawfully or intentionally injured, nor shall any person wilfully or recklessly make use of the wires or conductors, and every person who shall place any wires or structures upon any highway or public ground without the consent of the adjoining proprietors or the consent of two county commissioners, or who shall wilfully injure any tree in the highway or public grounds for any purposes connected with the works or maintenance of any telegraph or telephone line or fixture without the consent of the adjoining proprietor, shall be fined or imprisoned or both penalties may be imposed.

Telegraph or telephone wires shall not be tapped.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The election for members of the General Assembly shall be held biennially.

## GEORGIA.

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### CONSTITUTION.

The right of eminent domain shall never be abridged nor so construed as to prevent the General Assembly from taking the property and franchises of incorporated companies and subjecting them to public use the same as property of individuals. All corporate powers to telegraph companies shall be issued and granted by the Secretary of State, and if the Secretary of State is disqualified to act in any case, then in that event the Legislature shall provide by general laws by what person such charters shall be granted.

Private property shall not be taken or damaged for public use without just compensation. No municipality shall be authorized to become a stockholder in any company, corporation or association or to appropriate money for or loan its credit to any corporation, company, institution or individual, except for purely charitable purposes. The General Assembly shall have no power to authorize any corporation to buy shares or stock in any other corporation in this State, or elsewhere, or to make any contract or agreement whatever with any such corporation which may effect or be intended to have the effect to defeat or lessen competition in their respective businesses or to encourage monopoly, and all such contracts and agreements shall be illegal and void.

### II. CORPORATIONS.

#### (a) *Foreign Corporations.*

Foreign corporations created by other states are recognized only by comity so long as the same comity are extended in their courts to corporations created by this State. Foreign corporations shall exercise within the State only such corporate powers as are not denied or prohibited to corporations within the State.

#### (b) *Domestic Corporations.*

Corporations have succession during the time limited by their charter. If the charter is silent as to its continuance, such charter shall expire at the end of thirty years. No franchise granted by the State shall be held to be exclusive unless plainly and expressly

so declared to be in the grant. Not less than five citizens of the United States may incorporate telegraph companies. Its certificate shall state the places from and to which the line is intended to be constructed and operated, giving as nearly as practicable the county or counties as well as the city and municipality on through which it may or does pass. The duration of the company shall not exceed fifty years. The applicant shall pay the State Treasurer a fee, and the Secretary of State shall issue to the applicants a license as commissioners to receive subscriptions to the capital stock. After the stock shall have been fully subscribed the commissioners shall convene the meeting of the subscribers and elect directors. The commissioners shall make full report and file the same with the Secretary of State, giving a copy of the list of subscribers and the amount subscribed, and the names and residences of the directors, and the Secretary of State shall then issue a certificate of complete organization, and a copy shall be filed in the office of the clerk of the Superior Court of the county in which shall be located the principal office of the corporation, and upon so doing the corporation shall be deemed fully organized, but it shall be completely organized within two years after the date of filing written declaration of intention of their purpose to form such a corporation.

The company shall have right and power to condemn land or other property for the construction and operation of the line, and shall have the right to construct and maintain their poles and fixtures upon and along the right of way of the several railroad companies in the State. Telegraph or telephone companies chartered under the laws of this State or any other State shall have the right to construct, maintain and operate lines upon and along the public highways with the approval of the county or municipality having charge of such highways, and upon making due compensation shall have the right to construct and maintain lines through or over any lands of the State and on and along the right of way, and bridges of any railroad, and where necessary upon and private lands in the State, and may exercise the right of eminent domain. No corporation shall have the benefit of this act until it has filed with the Railroad Commission of the State of Georgia its consent that such commission shall have jurisdic-

tion over the person, partnership or corporation for the purpose of regulating tolls charged on long distance messages originating and ending within the State of Georgia, and rents or tolls for the use of telephone lines of said person, partnership or corporation in so far as the same are used for conducting interstate business of such person, partnership or corporation. Actions may be maintained against any telegraph company within the county where the principal office of the company is located, or in any county where such company may have an agency or place of business or where such place of business so located at the time the cause of action was created or the contract was made, and service of process is effective when made upon the agent of the company in the county.

The jurisdiction granted to the Railroad Commissioners over telegraph companies are in force against telephone companies doing business in the State whose lines are wholly or in part in the State. The Railroad Commissioners having the right to make just and reasonable rules and regulations as to charges to be made by the railroad companies for the necessary handling and delivery of freight and for the transportation of passengers and freight, and if the railroad company shall receive more than such fair and reasonable rate, it shall be guilty of extortion. Telegraph companies shall be under the control of the Railroad Commissioners, who shall have full power to regulate the prices to be charged by any company for any service performed, and all the powers given to the Commissioners and all penalties prescribed against railroad companies are declared to be in force against corporations owning and operating telegraph lines doing business within the State whose lines may be wholly or in part in the State so far as the prices can be made applicable to any corporations owning or controlling or operating a line of telegraph. The commissioners have power and authority to require the companies to locate agencies at railroad stations. The power of the commissioners to regulate the charges shall apply only to messages sent by telegraph from one point to another within the State.

The Railroad Commissioners have power to make reasonable and just rates on freight and passenger tariffs to be observed by all railroad companies doing business in the State; and shall



make just and reasonable rules and regulations for the prevention of unjust charges in the transportation of freight and passengers and have power to make just and reasonable joint rules for all operation of railroads doing business in the State.

The commissioners shall give notice of the contemplated joint rate and give hearings to roads desiring to object.

The commissioners shall make reasonable and just rates of charge for use of railroad cars carrying any and all kinds of freight no matter by whom owned or carried, and shall make rules and regulations to prevent the giving or paying of any rebate and for misleading or deceiving the public as to the real rates charged. The commissioners shall have power to require the location of depots and the establishment of freight and passenger buildings. The commissioners shall make a schedule of the rates to be charged and may from time to time change and revise these schedules, and upon revision the same to be published, and the railroad companies shall post at all of their stations a copy of the schedule.

The commissioners shall investigate the books and papers of all railroad companies doing business in the State to ascertain if the rules and regulations have been complied with, and to make personal inspection of offices, stations and places of business for the purpose of examination, and to make rules and regulations concerning such examination and shall have full power and authority to examine all agents and employees in order to obtain necessary information to make just and reasonable rates.

All contracts between railroad companies doing business in the State as to rates shall be submitted to the commissioners for inspection and correction and all arrangements and agreements as to division of earnings of competing railroad companies shall be submitted to the commissioners.

The commissioners are required to cause a railroad to be put in safe condition and require it to be kept in such condition as will render traveling over the same safe and expeditious.

If a railroad company shall be guilty of a violation of a rule or regulation, and if, after due notice of such violation, ample and full recompense for the wrong or injury done thereby, as may be directed by the commissioners, shall not be made within thirty days after the time of such notice, the company shall incur a pen-

alty for each offense of not less than \$1,000 or more than \$5,000, and an action for the recovery of such penalty shall be had in any county of the State where such violation has occurred. The commission shall institute such action through the Attorney-General or such attorney as the commissioners may appoint and the action shall be held in the name of the State, and such action after inception can be settled only upon the consent of the commissioners.

#### V. TAXATION.

A tax is levied on the president or chief officer of each telegraph and telephone company of \$10; also an annual license tax or occupation tax based upon the capital stock of the company payable in the county where its principal business is located. A license tax is levied on agents of foreign corporations based upon the capitalization of the company.

Telegraph or telephone companies, through their president or agent, shall make return of all property to the Comptroller-General.

If the revenue derived from the *ad valorem* tax from telegraph or telephone company, together with all taxes on the franchises does not amount to  $2\frac{1}{2}$  per cent. of the gross receipts of the company as shown by the companies' reports to Comptroller-General, then the Comptroller-General is required to collect as a occupation tax from said company upon such gross receipts as will when added to the *ad valorem* tax including all taxes on franchises equal to  $2\frac{1}{2}$  per cent. upon said gross receipts. Companies doing business shall make a quarterly return showing the full amount of its gross receipts. The gross receipts shall be construed to mean the full amount of all money received, of all business done within the State.

In returning property for taxes all property shall be returned at its value.

A franchise tax is levied upon the rights and privileges exercised within the State granted to any person or corporation by the State or by any county or county officer or municipal corporations for the exercise of the power of eminent domain or for the use of any public highway or street and every special right exercised within the State granted by charter, resolution, statute or

otherwise; whether under the laws of this or another State for the exercise of any public service, such as the construction and operation of any telephone or telegraph plant and for every other like special function dependent upon the grant of public powers or franchises not allowed by law to natural persons or involving the performance of any public service not including the mere right to be a corporation by trading or manufacturing, or other corporation exercising no franchise above enumerated.

Annually each person or corporation holding or exercising any special franchise shall make a special return stating the value of the franchise as exercised within the State and describing the same, accompanying it with a certified copy of every statute, ordinance, resolution, or grant by which such franchise is held or owned. Special return shall be made to the Comptroller-General and in the case of telegraph or telephone lines the return shall show the number of miles for each such franchise for telegraph or telephone as are exercised in each county and in each municipality.

The valuation for taxes of such franchises shall be apportioned to each county and municipality as the apportionment is made on the personal property of a railroad company and the Comptroller-General shall certify to each municipality and the tax authorities of every county the name of every special franchise taxable within such municipality or county and the amount of taxes due on the same.

#### **V. CRIMES AND PENALTIES.**

Any person wilfully or maliciously cutting down, injuring or destroying trees or destroying wires, poles or fixtures of a telegraph company shall be guilty of a misdemeanor.

Paved or macadamized roads of the State shall not be taken up or injured except with the consent of the county commissioners. Public roads shall not be injured or excavated except in the ordinary use or repair thereof without first obtaining the consent of the county commissioners.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

All arrangements, contracts, agreements, trusts or combines between persons or corporations made with a view to lessen or

which tend to lessen full and free competition in the importation or sale of articles imported into this State or in the manufacture or sale of articles of domestic growth or of domestic raw material and arrangements, contracts, agreements, trusts or combines between persons or corporations designated or which tend to advance, reduce or control the price or cost to the producer or consumer of any such articles are declared to be against public policy and unlawful and void.

Any corporation chartered under the laws of this State which shall violate any of these provisions shall forfeit its charter and its franchise, and its corporate existence shall thereupon cease. Every foreign corporation which shall violate any of the provisions of this act is denied the right to do and prohibited from doing business in the State.

Any person who violates this act as an agent or manager or director, is punishable by a fine of not less than \$100 or more than \$5,000, or imprisonment for not less than one year or more than ten years or both. Any person or corporation that may be injured or damaged by any such arrangement, trust or combination may sue for and recover in any court, of any person or corporation operating such trust or combination, the full consideration or sum paid by him or others for any goods, wares, merchandise or articles, the sale of which is controlled by such company or trust.

#### **VII. LEGISLATURE.**

The General Assembly of the State of Georgia meet annually.

## DELAWARE.

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### I. CONSTITUTION.

No corporation shall be created, amended, renewed or revived by special act, but only by or under general law.

Shares of the capital stock of corporations created under the laws of the State when owned by persons or corporations without the State, shall not be subject to taxation by any law now existing, or hereafter to be made.

No municipality shall lend its credit or appropriate money to or assume the debt or become a charter holder, joint owner in or for, any private corporation of any person or company.

No man's property shall be taken or applied to public use without the consent of his representatives and without compensation.

### II. CORPORATIONS.

#### (b) *Domestic Corporations.*

Domestic corporations can be formed by not less than three persons.

Corporations for constructing and operating telegraph or telephone lines outside the State may be formed under the general provisions of the statutes.

Certificate to be filed with the Secretary of State and a certificate can be recorded in the office of the recorder of deeds of the county where the principal office is located.

Business of the corporation to be managed by the directors, but an executive committee of two or more may be appointed.

Capital stock may be increased or reduced.

Dividends must be declared only from net profits.

Any director or officer knowingly causing false statement or report of condition or business of the corporation to be published or assenting thereto are jointly and severally and individually liable for any loss or damage resulting.

Any two or more corporations organized for the purpose of carrying on any business may consolidate into a single corporation.

A foreign corporation must file copy of charter and name of its agent with statement of its assets and liabilities with the Secretary of State.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

In addition to the general powers these companies shall have authority to occupy and use the public streets, roads, turnpikes and waterways within the State or elsewhere if they shall extend their lines for the erection of poles, wires or underground conduits, portions of which they may lease or hire, to other companies, provided before entering upon any such street, avenue or waterways consent of the parties having jurisdiction thereof shall have first been obtained, and the same shall have been occupied under such rules and regulations as shall have been prescribed by any such authorities, and any surface disturbed shall be restored to original condition, and that poles shall be located so as in no way to interfere with the conveniences or safety of persons traveling, and that all wires shall be placed at the height of not less than twenty feet above crossings or twenty-three feet above railroad crossings, and no poles shall be erected upon the property of any person without first obtaining his written consent.

Any telegraph or telephone corporation of the State may be lawfully consolidated with any other like company incorporated under the laws of the State of any other State whose lines within or without the State shall connect or form a continuous line with the line of the company consolidated.

### IV. TAXATION.

Telegraph or telephone companies shall be subject to annual tax of 60 cents per mile for the longest wire within the State; a tax of 30 cents per mile for the next longest wire per mile and 20 for each other wire owned, maintained and operated.

Each company shall annually furnish the State Treasurer with a statement in writing under oath showing the number of miles of wire owned or maintained or operated within the State and designate the length and location of the longest and next longest wires of each, and in case of the refusal or neglect to make such

statement the State Treasurer shall make an assessment of the foregoing tax upon the best information he can obtain, and at a penalty of 25 per cent., and the estimate made by the State Treasurer shall be final and conclusive upon the party in default.

Upon failure to pay this tax the State Treasurer is authorized to distrain upon any personal property and sell the same on ten days' notice. Each telegraph, telephone cable or express company not owned by the railroad and not otherwise taxed shall state the gross amount of its receipts from business done in the State for the year preceding the report.

Each telegraph or telephone company shall pay to the State treasurer an annual license fee or franchise tax at the rate of 1 per centum upon the gross amounts of its receipts.

An action at law may be maintained to collect after this tax has been determined and in arrears for one month and such tax shall also be a preferred debt in case of insolvency.

If any corporation for two consecutive years neglects or refuses to pay any tax which it is required to pay under any law of the State and made payable into the State treasury its charter shall be void unless the Governor shall for good cause shown give more time for the payment of the taxes.

When, by the laws of any other State, any other or greater tax, fine, license, fee or other obligations are imposed upon corporations of this State doing business in such other State or upon their agents therein than the laws of this State impose upon their corporations or agents doing business in this State, so long as such laws continue in force in such foreign State the same taxes, fines, penalties, licenses and fees of whatever kind shall be imposed upon all corporations of such other State doing business within this State, and upon their agents here.

#### V. CRIMES AND PENALTIES.

Any person wilfully injuring any pole, or breaking or displacing any wire of any telegraph company, thereby obstructing communication, shall forfeit and pay the company or any one who will sue for the same \$25 for the first offense and \$50 for any subsequent offense.

Telegraph wires shall be attached to the poles at least twelve feet above the ground except where they enter the house; penalty

for violation of this, by any agent of the company, is the payment of \$20 to any person who will sue for the same.

Any telephone company injuring or destroying trees in any manner, without the consent of proper person or authority, shall forfeit \$10 for each tree injured or destroyed, to be recovered as a fine.

If any person shall procure the services of any telephone upon any misrepresentation or false pretense he shall be guilty of a misdemeanor.

**VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

**VII. LEGISLATURE.**

The General Assembly shall meet and sit biennially.



**DISTRICT OF COLUMBIA.**

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Three or more persons may form a corporation, and shall make and file a certificate in the office of the recorder of deeds, setting forth its name, object, term, capital stock, number of shares, name and number of trustees, and the place within the district in which the operations of the company are to be carried on.

Telegraph and telephone wires shall be removed from the air and wires can be placed underground, except such poles and wires as the commissioners of the district may permit to remain for the purpose of distributing wires for house connections.

It shall be unlawful for any person or telephone company doing business in the District of Columbia to charge or receive more than \$50 per annum for the use of a telephone on a separate wire; \$40 for each telephone, there being not more than two on a wire; \$30 for each telephone, there being not more than three on a wire, and \$25 for each telephone, there being four or more on the same wire.

All telephone Companies shall make affidavit to the Board of Personal Tax Appraisers as to the amount of its gross earnings for the preceding year and shall pay to the collector of taxes 4 per cent., and in addition thereto, the real estate owned by each telephone company shall be taxed as other real estate in the District.

## FLORIDA.

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### I. CONSTITUTION.

The Legislature is invested with full power to pass laws for the correction of abuses and to prevent unjust discrimination and excessive charges of persons and corporations engaged as common carriers in transporting persons and property or performing other services of a public nature.

No private property or right of way shall be appropriated to the use of any corporation or individual until full compensation shall be first made to the owner, or secured to him by deposit of money.

The Legislature shall not authorize any municipality to become a stockholder in any company or to obtain or appropriate money for or loan its credit to any corporation, association, institution or individual.

### II. CORPORATIONS.

#### (a) *Domestic Corporations.*

Domestic corporations may be formed by three or more persons.

Proposed charter with notice of intention to apply to the Governor for letters patent therein shall be published for four weeks in a newspaper published in the county where its place of business is to be located and the proposed charter shall be on file in the Secretary of State's office during that four weeks. The charter with proof of publication shall be produced to the Governor who shall examine it and if in proper form and for a lawful object shall issue letters patent. The letters patent with a certified copy of the charter shall be recorded in the office of the clerk of the Circuit Court wherein the principal place of business is located and there shall also be filed with the Secretary of State and with that clerk a duplicate affidavit when 10 per cent. of its capital stock has been subscribed and paid; otherwise such corporation shall transact no business and if it does without complying with these requirements, its stockholders shall be personally liable for all corporation debts as if they were members of a general partnership.

The treasurer shall annually make return to the State Comptroller giving the name and residence of each stockholder with the number of shares belonging to him with the par and cash market value of such shares and shall state the whole amount of capital stock and the amount actually paid in, the real estate subject to assessment for taxes and the personal estate. If funds or property are diverted to purposes or objects other than those named in the charter or the payment of dividends leaving insufficient funds to meet outstanding liabilities, such diversions shall work a forfeiture of charter.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

The word telegraph shall include telephone or any other method of transmitting messages by means of electric apparatus. Proposed charter shall also state the place from which and to which the line is to be constructed, maintained and operated. Its length and the name of each county in the State through or into which it is made or intended to be made.

Capital stock of a telegraph company shall be divided into shares of not less than \$10 each. Permission to occupy the streets of an incorporated city or town must be first obtained from the city or town council.

Poles, wires and fixtures may be erected beside any public road or highway, but shall not be set so as to interfere with the common uses of such State road. Any such company shall have the right to erect its poles, wires and fixtures along any of the railroads or other public highways of the State, but so as not to obstruct or to interfere with the operation thereof.

It shall not be lawful for any telegraph, cable or any company transmitting telegraph messages in the State of Florida to charge and collect more than four cents per word for the first ten words, exclusive of the date, address and signature of any message transmitted over any ocean or cable telegraph line a distance of 100 miles, and two cents per word for every additional word for the same number of miles within the State of Florida and proportionate rates for any greater or less number of miles that any message is transmitted. They shall also not charge more than two cents per word for the first ten words of any message transmitted over any telegraph

line within the State for the first 100 miles and one cent per word for every additional word of any message for the same number of miles within the State of Florida and proportionate rates for a greater or less number of miles that any message is transmitted. Any officer or agent who charges greater tolls than the above shall be punished by imprisonment not exceeding six months, or a fine not exceeding \$1,000. When any company shall have received from any municipal corporation any franchise or privilege for placing and maintaining wires and poles and shall violate any of the conditions of such franchise or privilege or shall fail to comply with any reasonable provision of any ordinance of such municipal corporation regulating the use by the company of the streets, and shall continue to violate the same for a period of five days after being notified by the mayor or chairman of the board of public works of such municipality to desist from such violation, then the company shall be deemed to have forfeited and annulled and shall thereby forfeit and annul all the franchises and privileges. No municipality shall grant any franchise or right to use any street for the purpose of operating along the same any telephone or other business, requiring the use of mains, pipes or wires in any street for a period exceeding thirty years or without reserving the right and requiring the grantee of such franchise as a condition precedent to the taking effect of the grant or franchise, to give to the municipality the right at and after the expiration of such term to purchase the plant or other property used under or in connection with such franchise or right, or such part of such property as the municipality may desire to purchase at a valuation of the property, real and personal, fixed by arbitration, as may be provided by law.

Telegraph or telephone companies shall have the right to construct and maintain lines along and upon the right of way on any railroad and to that end are granted all powers for the exercise of the right of eminent domain, provided the ordinary travel or use of the railroad are not interfered with.

By proceedings taken, the telegraph or telephone company shall obtain only an easement in and over the railroad right of way.

Liens shall exist in favor of any person who shall furnish any building material or perform by himself or by means of others

any labor upon any telegraph or telephone line whether in construction, repair or operation, upon such line, and any and all franchises, machinery and equipments therewith or thereon, and upon the land upon which they stand.

Any rights obtained by a petitioner under eminent domain shall be the right only to use the property taken for the purpose specified and shall be held to create an easement only and not a fee simple in the property taken.

#### IV. TAXATION.

All companies furnishing telephones to users which company has a capital stock of \$250,000 shall pay a license tax of \$150, and the taxes are graded down in proportion to the capital stock of the corporation.

All telegraph companies shall, on October 1st in every year, pay a license tax of \$500 and no further license tax shall be required by any county or municipality. Each license shall be issued for no longer than one year. The board of county commissioners equalize the assessments of real estate in their respective counties and may raise or lower the value fixed by the county assessor. Every telegraph line and its property rights and franchises of every kind shall be returned and assessed in the same manner as provided for the assessment of railroads. The president or superintendent of any railroad shall make return to the Comptroller of the State under oath, annually, of the total length of the railroad, and the length and valuation of the main track, branches and switches and terminal facilities and the total length and valuation thereof in each city, county and town and their equipment. The State Comptroller shall notify the assessor of each county through which the railroad runs of the number of miles of track and the value thereof and the proportionate value of personal property taxable in their respective counties and shall notify each incorporated city and town in which each said railroad runs of the mileage and apportionment of rolling stock and other property of the railroad within such city or town.

#### V. CRIMES AND PENALTIES.

Wilful entry upon enclosed lands and premises is punishable by imprisonment or fine. Cutting or destroying timber or wood,

standing or growing, shall be punished, as if the person so committing that trespass had stolen personal property of the same value.

Whoever wilfully destroys or damages any telegraph poles, wires or fixtures shall be fined not exceeding \$1,000, or imprisonment not exceeding twelve months. Any employee of a telegraph company who discloses any message shall be punished by imprisonment not exceeding six months or by fine not exceeding \$500. The penalty for disclosing contents of telephone message is punishment by fine not exceeding \$100 or imprisonment not exceeding thirty days.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The Legislature shall hold its regular sessions biennially.

## IDAHO.

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### I. CONSTITUTION.

No charter of incorporation shall be granted, extended, changed or amended by special law except for such municipal, charitable, educational, penal or reformatory corporations as are or may be under the control of the State.

The right of eminent domain shall never be abridged or so construed as to prevent the Legislature from taking the property and franchises of incorporated companies and subjecting them to public use the same as property of individuals. The right to construct and maintain telephone lines is granted and the Legislature shall provide reasonable regulations to give effect to this section.

If any domestic corporation shall consolidate with any foreign corporation it shall not thereby become a foreign corporation.

Private property may be taken for public use, but not until just compensation shall be paid therefor. No municipal corporation by vote of its citizens or otherwise shall ever become a stockholder in any joint stock corporation or association or raise money for or make donation, or loan its credit to or in aid of any such company or association.

### II. CORPORATIONS.

#### (a) *Domestic Corporations.*

Domestic corporations may be formed by five or more persons whose articles of incorporation shall be filed with the Secretary of State and with the county recorder of the county where the principal business office is situated.

Telegraph or telephone companies must state in their requests for incorporation the kind of telegraph or telephone intended to be constructed, the place from and to which it is intended to be run and all the intermediate branches, the estimated length of the line, at least one member of the board of directors shall be resident of the State, and all meetings of the board of directors may be held at its principal office in the State or without the State for the prosecution of any business as the directors may by resolution or by laws provide.

Each intended telegraph corporation must actually subscribe to its capital stock \$100 per mile of line of its contemplated work before filing its articles of incorporation.

No corporation shall purchase or hold property in any county without filing a certified copy of its articles of incorporation in the office of the county recorder of the county in which such property is located within sixty days after such purchase or location. The articles of incorporation of any telegraph or telephone organization may fix the number of members who shall constitute a quorum and who shall have all the powers of the full board.

If a corporation does not organize and commence the transaction of its business or the construction of its works within one year from the date of its incorporation its corporate powers cease. No corporation must acquire or hold any more real property than may be reasonably necessary for the transaction of its business or the construction of its works except such right of way or other property as it may acquire under the laws of Congress or as may be otherwise specially provided.

Franchise of a corporation authorized to receive tolls and all the rights and privileges thereunder may be levied and sold under execution, and the purchaser of said franchise may conduct the business until its redemption which may be done within one year after sale.

(b) *Foreign Corporations.*

Foreign corporations must file with the county recorder of the county in which its principal place of business is located a copy of the articles of incorporation and a copy of such articles duly certified by said recorder shall be filed with the Secretary of State and must, within three months from the time of the commencement of business, designate a person upon whom process may be served and no contract or agreement can be enforced prior to the making of such filings nor can the corporation hold title to any real property prior thereto and conveyances prior thereto shall be void, and prior to the making of such filings any agent or officer who makes a contract or agreement shall be personally liable for all such contracts as principal directors.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Telegraph and telephone corporations may construct lines along and upon the public highways and along or across waters or lands



within the State and erect poles and wires and other fixtures in such manner as to not incommode the public use of the highways or interrupt navigation.

Any person who destroys or injures through negligence any fixture of such company is liable to the corporation for all damages sustained thereby, and any person who wilfully does such injury to the property of such company is liable to the corporation for \$100 in addition to the amount of the actual damage sustained thereby.

Any telegraph or telephone company may at any time with the consent of the persons holding two-thirds of the issued stock of the corporation sell, lease, assign, transfer or convey any rights, privileges, franchises or property of the corporation except its corporate franchise.

Any summons or order in any civil action may be transmitted by telegraph for service in any place and the telegraphic copy may be served or executed by the officer and return made thereon with the same force and effect as the original might be if delivered to him.

A warrant of arrest, provided the same is endorsed by a justice of the Supreme Court or probate judge, may be served by telegraph.

Every officer causing telegraphic copies of warrants to be sent must certify as correct and file in the telegraph office from which such copies are sent, a copy of the warrant and endorsements thereon and must return the original with statement of his action thereunder.

A right of way for ditches, tunnels, telegraph and transmission lines constructed by authority of the United States is hereby granted and all conveyances of State land hereafter made shall contain reservation of such right of way.

The right of eminent domain may be exercised in behalf of telephone, telegraph and telephone lines.

#### **IV. TAXATION.**

The capital stock of corporation where the property of the corporation has been assessed is exempt from taxation.

All taxable property must be assessed at its full cash value. Land and improvements therein must be assessed separately.

The State Board of Equalization has exclusive power to assess and value all telegraph and telephone lines and the franchise of all companies, persons or corporations owning, operating or constructing any such lines. The real estate of such companies shall be assessed by the county assessor in which the property is situate.

The principal accounting officer of any company operating any such lines wholly or partly within the State shall list the whole number of miles of line, the number of wires and instruments and the property held for right of way, the amount and character of improvements and shall specifically specify the number of miles of such telegraph and telephone lines in each county or taxation district thereof through which such line passes.

The State Board of Equalization shall determine the total value of each telegraph or telephone line and of the instruments used in connection therewith and shall apportion such total value among the several counties through which such line passes in the proportion of the number of miles of such line situate in each of said counties bears respectively to the entire length of such line within the State and the valuation shall be determined per mile by dividing the total value by the number of miles of line within the State.

Thereafter the State Auditor shall send a statement to each county and the county auditor after entering the same upon his assessment book shall divide and adjust the same among the several taxation districts in his county.

#### **V. CRIMES AND PENALTIES.**

Any corporation, or officer, or agent, engaged in public work who shall knowingly give employment to any alien is guilty of a misdemeanor. It is unlawful for any person or company to make an agreement, oral or in writing, by the terms of which any employee, as a condition for continuing or obtaining such employment, shall promise or agree not to become or continue a member of any labor organization; the penalty for the violation of which is a fine of not more than \$300 or imprisonment for not more than six months, or both.

Forging of telegraph messages or the delivery of any such messages knowing the same to be false, is punishable by imprison-

ment not exceeding five years or by a fine not exceeding \$5,000, or both. Any person wilfully injuring any telegraph or telephone pole, or who injures any insulator shall be fined not more than \$100 and any person who takes down or obstructs any telegraph or telephone line or apparatus connected therewith is guilty of a misdemeanor.

Any person who shall wilfully cut or tap or make connection with any telegraph or telephone wire, or read, or copy, by the use of instruments or otherwise, any message or make unauthorized use of the same, or shall agree with or employ another person to do the same, shall be guilty of a felony and punished by a fine of not more than \$500 or by imprisonment of not more than five years.

Any agent in telegraph office who neglects or refuses to transmit any message or postpones the same out of its order or refuses or neglects to deliver any message is guilty of a misdemeanor; any agent or employee using information obtained from messages or telegrams, or disclosing the contents of a telegraphic message, or wilfully altering any message, or a person clandestinely learning the contents of a telegraphic message, is guilty of a misdemeanor.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

The Constitution provides that no company shall directly or indirectly combine or make any contract with another company, foreign or domestic, through their stockholders or trustees, or assignees of stockholders, or in any manner whatsoever, for the purpose of fixing the price, or regulating the production of any article of commerce or product of the soil, or of consumption by the people, and that the Legislature be required to pass laws for the enforcement thereof by adequate penalties to the extent, if necessary for that purpose, of the forfeiture of the property and franchise of the company so offending.

#### **VII. LEGISLATURE.**

The Legislature must assemble every second year.

## ILLINOIS.

### I. CONSTITUTION.

No corporation shall be created by special laws except those for educational, charitable, penal or reformatory purposes.

The General Assembly shall have no power to release or extinguish in whole or in part the indebtedness or liability or obligation of any corporation or individual to the State, or to any municipal corporation therein.

Private property shall not be taken or damaged for public use without just compensation to be ascertained by jury. Exercise of power and the right of eminent domain shall never be so construed or abridged as to prevent the taking by the General Assembly of property or franchises of an incorporated company already organized and subjecting them to public necessity the same as of individuals.

The General Assembly shall have power to tax telegraph and express interests or business, vendors of patents or persons or corporations owning or using franchises and privileges in such manner as to from time to time directed by general law.

No municipality shall ever become a subscriber to the capital stock of any railway or private corporation or make contribution or loan its credit in aid of such corporation.

### II. CORPORATIONS.

Not less than three persons can propose to form a corporation and shall make a statement which shall be filed with the Secretary of State who shall thereupon issue to such persons a license as commissioners to open books for subscription to the capital stock of such corporation.

The duration of corporations shall not exceed ninety-nine years.

No foreign corporation bearing the same or a name similar to a domestic corporation shall be admitted to the State under any foreign corporation law, nor shall any domestic corporation be organized with a name similar to any foreign corporation admitted to do business in the State.

When the capital stock shall be fully subscribed the commissioners shall convene and meet for the purpose of electing directors and certificate thereof shall be filed with the Secretary of State who shall thereupon issue a certificate of complete organization which certificate after being recorded shall also be recorded in the office of the recorder of deeds of the county where the principal office of the company is located, and thereupon such corporation may proceed to do business but must proceed to business within two years after the giving of the license or the same shall be deemed to be revoked and all proceedings thereunder void. All corporations whose charters have expired by limitations or otherwise shall continue their corporate capacity for two years for the purpose of collecting its debts and settling its property and assets. The directors and officers assenting thereto are personally liable to the creditors for the excess of any indebtedness over the amount of its capital stock. They are jointly and severally liable for all the debts of the corporation then existing and for such as may be contracted while they continue in office, if they declare and pay a dividend when the company is insolvent or a dividend which would render them insolvent or which would diminish the amount of its capital stock. The officers and agents of any foreign corporation are subject to all the liabilities, restrictions and duties which are or may be imposed upon domestic corporations. All real estate acquired in satisfaction of any liability or indebtedness unless the same may be necessary and suitable for the business of the corporation shall be offered at public auction at least once every year at the door of the County Court house where the same is situated or upon the premises to be sold, and such real estate shall be sold whenever the price offered for it is not less than the claim of said corporation, including all interest, costs and expenses, and if such corporation shall fail to sell such land at public or private sale, within five years, it shall be the duty of the States Attorney to proceed against such corporation in a court having jurisdiction and to order the sale, subject to such rules, as the court shall establish.

A foreign corporation may empower any person to act as its agent in the State and all instruments under writing without or with a seal of all acts executed or done by such agent shall have

the same force and effect as if executed and done, in due form of law, by the corporation for whom such agent may act.

### *Foreign Corporations.*

Each foreign corporation must comply with the provisions of the law before it can do business in the State. It must make an application to the Secretary of State giving a statement containing a copy of its charter or articles of incorporation, and shall file an affidavit showing the location of its principal business office within the State and designating a person for the purpose of service upon such corporation. It shall not hold any real estate except such as may be necessary for the proper carrying on of its legitimate business, nor be permitted to mortgage or encumber its real or personal property in this State to the injury or exclusion of any citizen or corporation of the State who is a creditor, and no such mortgage or encumbrance shall take effect until, as against any citizen or corporation of the State, all of its liabilities due to persons or corporations in the State at the time of recording the mortgage shall have been fully paid or extinguished.

Annually every corporation shall report to the Secretary of State the location of its principal office, with the number and name of its officers and their residences, setting down street and number, its charter, and the kind of business engaged in. whether or not a corporation is pursuing an active business under charter, with the date of expiration of their respective terms of office,

### **III. TELEGRAPH AND TELEPHONE COMPANIES.**

Every such company may enter upon lands for the purpose of making surveys and examinations and may take and damage private property for the erection and maintenance of lines, and may construct lines of telegraph along any railroad or highway or public waters, and may erect poles, wires and other necessary fixtures in such manner there as not to incommode the public use of railroads or highways or interrupt navigation, and when it is necessary for the construction, alteration or repair of any line of telegraph to take or damage any property the same shall be done and compensation ascertained in the methods provided by law for the exercise of the right of eminent domain.

No such company shall erect poles, wires or fixtures upon any public highway outside the limits of a city, town or village without the consent of the county board of the county nor upon any public highway within any city, town or village without the consent of the corporate authority, which consent must be in writing and recorded in the recorder's office of the county, and the county boards or city council or board of trustees shall have power to direct the alteration in location or erection of such poles and fixtures and the height of wires, etc. No company owning or operating any telegraph lines shall refuse to receive a dispatch from another company or person owning or operating any telegraph line nor shall it refuse to or neglect to transmit the same in good faith without partiality, and if it shall neglect, such company or person shall forfeit all rights or franchises acquired under the laws of the State, and shall forfeit all right to transact telegraphic business in the State, and may be enjoined by injunction from operating, and be liable to pay all damages which may accrue from such refusal to the person interested. All messages by telegraph must be transmitted in the order in which they are received, and no message must be suppressed nor the contents thereof made known under a penalty of the person so doing being declared guilty of a misdemeanor and a punishment of fine not exceeding \$1,000, and the transmission of any fraudulent message, knowing the same to be such, is punishable by a fine not exceeding \$500.

It shall be lawful for any person or persons living on the line of highway outside any incorporated city, village or town or on any private road leading to such highway to construct or to maintain the line or lines of telegraph beyond the highway and extending from house to house, as the parties interested in the construction of such lines may desire, and the parties interested may set the necessary poles and appliances in any of the public streets or in any private road outside of the incorporated cities, villages or towns along which such lines may pass, which wires must be at least fifteen feet above the ground and not less than twenty feet above the ground at any public or private crossing.

Whenever any wire, pole or cable used for telegraph, telephone or other electric purposes or for the purpose of communication is

attached to or extended over any building or land no lapse of time raises any presumption of any prescriptive right.

A person who wrongfully takes news despatches from telegraph or telephone wires is subject to the punishment of a fine not exceeding \$2,000.

Whenever the lines of any telegraph or telephone company are erected over the rails of any steam or electric road the wires shall be maintained not less than twenty-five feet above the surface of the rails.

The right of eminent domain is granted to every company when it shall be necessary for the construction, maintenance or extension of its telephone system to enter upon or take or damage private property, provided that nothing shall interfere with the control vested with the municipalities to regulate the poles, wires and appliances, and provided that before any line shall be constructed along a highway, notice shall be given to the highway commissioners having jurisdiction of intention to so construct, and the lines shall be placed and constructed in accordance with the specifications made by such commissioners, and in the event of the failure to so specify the same shall be placed so as to not interfere with the proper use of said road.

Telephone companies shall not have the right to demand any portion of the right of way of any railroad company except so much thereof as is necessary to cross the same.

#### IV. TAXATION.

A person or company operating a telegraph line shall annually report to the Board of Public Accounts a statement containing the amount of capital, giving the number of shares, the amount paid in, the market value, the amount of indebtedness, except current expenses for operating the line, the length of the line operated in each county and the total in the State, and the total assessed valuation of all its tangible property in the State. The capital stock of railroads and telegraph companies assessed by the Board of Equalization shall be distributed proportionately to the several counties, and shall be certified to the county clerks who shall distribute the value in like manner to the several towns, villages and districts in the county entitled to a proportionate



value of such capital stock. The office furniture and other personal property of telegraph companies shall be listed in the village, town or city where the same is used or kept.

#### V. CRIMES AND PENALTIES.

The establishment of a boycott or black list is prohibited.

Wilful injury and malicious destruction or injury to any telegraph or telephone pole or material is punishable by a fine not exceeding \$500.

A State Board of Arbitration is established to whom any controversy or difference which exists between an employer and his employees may be submitted.

#### VI. LIMITATIONS OF TRADE AND COMMERCE.

A trust, pool or combination to fix the price, limit the amount or quantity of any article or to regulate or fix the price thereof is a conspiracy to defraud, and is punishable.

An agreement to place a corporation or combination in the hands of a trustee with intent to limit or fix the price or lessen the production and sale of any article of commerce or prevent or restrict the manufacture or output is unlawful and is punishable by a fine of not more than \$5,000 or less than \$200 for the first offense, and each officer of such company is punishable by a fine of not less than \$200 or more than \$1,000 or by imprisonment not to exceed one year or both, and any contract in violation hereof is void.

A purchaser of any article from a person or corporation violating this act is not liable for the purchase price, and may plead this act as a defense to any suit for such price.

Annually the Secretary of State shall ascertain by letter of inquiry whether any corporation has all or part of its business or interest in or with any trust, combination or association, which inquiry must be answered by the president, treasurer or director of the company under oath.

A trust is a combination of capital, skill or goods, by two or more persons, firms or corporations or by two or more of them for either, any or all of the following purposes:

(a) To create or carry out restrictions in trade.

(b) To limit or reduce production or increase or reduce the price of merchandise or commodities.

(c) To prevent competition in manufacturing, working, transportation of same or purchase of merchandise, produce or commodities.

(d) To fix any standard or figure whereby its price to the public shall be in any manner controlled or established upon any article or commodity of merchandise, produce or manufacture, intended for sale, use or consumption in the State, or to establish any pretended agency whereby the sale of any such article or commodity shall be covered up and made to appear to be for the original vendors, for like purpose or purposes and to enable such original vendor or manufacturer to control the wholesale or retail price of any such article or commodity after the title to such article shall have passed from the vendor or manufacturer.

Any corporation violating the provisions of this act shall forfeit its charter or franchise and its corporate existence shall cease and determine, and it shall be the duty of the Attorney-General or prosecuting attorney upon his own motion to institute a suit or *quo warranto* proceedings in any county in the State in which such corporation exists, does business or may have a domicile, for the forfeiture of its charter and the cessation of its corporate existence.

Each foreign corporation violating this act is denied the right and prohibited from doing business within the State.

Any person who may be engaged in any conspiracy or take part or aid or advise in its commission or knowingly carry out any of the stipulations, rates or orders thereunder or in pursuance thereof, is punishable by a fine of not less than \$2,000 or more than \$5,000.

In any indictment for any offense herein named it is sufficient to state the purposes and effect or combination, and that the accused was a member thereof or acted with or in pursuance of it without giving its name or description, or how or where it was created.

In prosecutions under this act it shall be sufficient to prove that a trust or combination as defined herein exists and that the defendant belonged to it or acted for or in connection with it with-

out proving the members belonging to it or proving or producing any article of agreement or any written instruments on which it may have been based or that it was evidenced by any written instrument at all.

Any contract or agreement in violation of the provisions of this act shall be void and not enforceable in law or equity. Any purchaser of any article or commodity through any firm, person or company, or two or more of them, transacting business contrary to the provisions of this act shall not be liable for the price or payment of such article or commodities and may plead this act as a defense to any suit for such price or payment.

#### **VII. LEGISLATURE.**

The sessions of the General Assembly shall begin on Wednesday next after the first Monday in January in the year next ensuing the election of the members thereof.

## INDIANA.

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### I. CONSTITUTION.

Corporations other than for banking purposes shall not be created by special act.

No lands or property shall be taken by law without just compensation nor, except in case of the State, without such compensation being first assessed and tendered.

### II. CORPORATIONS.

#### (a) *Foreign.*

Foreign corporations shall maintain a public office in the State for transaction of its business and shall designate an agent upon whom service of process may be had. No foreign corporations shall engage in any business other than that expressly authorized in its charter, nor shall hold any real estate excepting such as may be necessary and proper in carrying on its legitimate business, and shall not be permitted to mortgage or encumber its real or personal property in the State to the injury or exclusion of any citizen or corporation of this State who is a creditor of such foreign corporation, and no mortgage by any foreign corporation, except railroad or telegraph companies given to secure a debt created in any other State shall take effect as against any citizen or corporation of this State until all its liabilities due to any person or corporation in this State at the time of recording such mortgage, have been paid and extinguished.

Foreign corporations must file a copy of its articles of incorporation in the office of the Secretary of State, and shall furnish a statement of the proportion of its capital stock which is represented by its property located and business transacted in this State. And shall pay incorporation taxes and fees and upon so doing the Secretary of State shall issue a certificate certifying that the corporation has duly complied with the laws of the State and is authorized to do business, and stating therein the amount of its entire capital and the proportion thereof represented in this State. Penalty for neglect or failure to comply with the conditions above

shall subject a corporation to a fine to be recovered by the prosecuting attorney of the county in which the business of the corporation is located upon information from the Secretary of State of such neglect or failure.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Any number of persons may form a corporation for establishing and operating lines of electric telegraph, and its articles of incorporation shall set forth its name, the points between which said company proposes to operate, its capital stock and number of shares, the names and places of residences of the stockholders, and the amounts taken by each. There shall be not less than three, nor more than five directors.

Such company shall have the right to acquire, hold and convey real and personal estate as may be necessary and proper for the purpose of erecting and keeping in repair its lines of telegraph and the buildings requisite for their operation. Such corporation may continue for a term not exceeding fifty years and shall have power to acquire such real estate and rights of way as may be necessary for its uses and purchase.

Telegraph companies shall have power to lease or attach to other telegraph lines by lease or purchase. A railroad company may become a stockholder in a telegraph company.

The board of directors shall have power to make assessments on the stock for the purpose of repairing or extending the lines.

The capital stock may be increased or diminished except that the same shall not be reduced below the actual cost of construction. The officers and directors shall be elected from among the stockholders residing in the State.

It shall be a duty of every telegraph company during office hours to receive despatches from other telegraph lines, companies or individuals and shall upon the usual terms transmit the same with impartiality and in good faith, and in the order of time in which they are received, and shall in no manner discriminate in rates. The penalty provided for the violation shall be the payment of \$100 for the offense, to be recovered in civil action by the party aggrieved, and such party shall also have the right to appeal to a court of equity to prevent such violations or discriminations by injunction or otherwise.

Telegraph companies are liable for neglect in operation or for the disclosure of the contents of any despatch to a person other than him to whom it is addressed, and messages shall be delivered by messenger on payment of charges due for the same, provided such person resides within one mile of the telegraph station or within the city or town in which such station is.

A railroad company may construct a telegraph line to connect two or more points of its railroad, and if it entirely connects such lines it shall not be bound to telegraph for the public unless it undertakes so to do.

Contracts made by telegraph between two or more persons shall be considered as contracts in writing.

#### **TELEPHONE COMPANIES.**

Any number of persons may incorporate and shall execute the articles of association, set forth the name, counties or place within which such company proposes to establish and operate telephone and telephone exchanges, the amount of capital stock, the number of shares, which certificate shall be filed in the office of the Secretary of State.

The majority of the incorporators shall be residents of the State, and shall not number less than three, and its principal business office shall be maintained in the State.

The company shall have power to acquire, hold and convey such real and personal estate as may be proper for the purpose of erecting and maintaining its telephone lines and appliances and buildings requisite for its business, and shall have the right to acquire such real estate and right of way as may be necessary under eminent domain.

The life of a telephone corporation is limited to fifty years. The telephone company shall have power to lease or to attach to other telephone lines, or exchanges by lease or purchase.

A railroad company may become a stockholder in any telephone or telephone exchange company.

A telephone company shall not be liable for errors in messages or communications, except where such messages are transmitted under contract directly by the agents or employees of the company, nor shall it be liable for any special damage sustained by a fail-

ure of its instruments to work, beyond a rebate of the rent charged for the time such instruments failed to work.

The board of directors has power to make assessments on the stock to the extent and in the aggregate of its face value for the purpose of repairing its line. Every stockholder is liable for any contract, debt or engagement of the company to an amount over or above his stock, equal to the face value thereof.

Each telephone company shall within the legal limits of its business supply all applicants with telephone connections without discrimination or partiality, provided the applicant comply or offer to comply with the reasonable regulations of the company, and all conditions or restrictions shall be impartially imposed upon every person, and no company shall discriminate against an individual or a company engaged in any lawful business or between individuals or companies engaged in the same business by requiring as a condition for furnishing such facilities that they shall not be used in the business of the applicant or otherwise for any lawful purpose. For violating any of the foregoing provisions the penalty is \$100 to be recovered in a civil action by the party aggrieved, who shall also have the right to compel by a court of equity the prevention of such violations or discriminations by injunction or otherwise. The penalty for disclosure of any message or conversation shall be a fine of not more than \$500.

#### **RAILROAD TELEGRAPH LINES.**

Railroad companies may maintain and operate lines of telegraph along its right of way and such additional distances beyond the termini of its main line or branches as may be necessary to reach business centers for its own or for public or government use and to connect and operate the same over lines used in connection with the telegraph lines of other railroads or telegraph companies and all individuals in this and any other State so as to form a continuous line, upon terms and conditions for interchange as shall be mutually agreed upon by the parties.

Railroad companies may acquire the right to construct along the land of other railroad companies or to acquire other telegraph lines and to maintain and operate them separately or in connection

with its own line for the transmission of its own or public or commercial telegrams and charge and collect customary rates therefor.

Telegraph and telephone wires over any steam railway tracks shall be supported upon poles and wires; shall clear the top of the rail at least twenty-five feet and it shall be the duty of the Surrogate or Superior Courts to see that the provisions of this act are enforced.

The right of eminent domain is granted to any person, corporation or other body for any public use.

#### IV. TAXATION.

Every telegraph company shall deliver to the State Auditor a statement under oath showing its capital stock, the number of shares issued and outstanding, its principal place of business, the market valuation of its stock, the real estate, structures, fixtures and machinery owned by it and subject to legal taxation and the location and assessed value thereof. The specific real estate situated outside the State of Indiana, and not directly used in the conduct of its business, its location and the sum at which the same is assessed, all mortgages on any of its property and the amount, the total length of its lines, both inside and outside of the State, and the length of lines within each of the counties and townships in which it operates.

Every telephone company shall deliver a statement showing its capital stock, the number of shares, its place of business, the market value of the shares, its real estate, construction and machinery subject to local taxation, its location and assessed value in each county or township, the specific real estate outside the State of Indiana and in use directly by them in the conduct of its business, its location, the purposes for which used, and the sum at which it is assessed, all mortgages upon the whole or any of its property, and its amount, the total length of its lines, and the total length of so much of the lines as is outside of the State and the length of line within each of the counties and townships within the State in which it operates.

The State Board of Tax Commissioners shall value and assess the property of each company or corporation and shall ascertain the true cash value of its entire property. The true cash value of the property to be ascertained by adding to the market value of



the stock, or to the value of its capital, the aggregate amounts of the mortgages and the result is deemed the true cash value. For the purpose of determining the true cash value of the property within the State shall ascertain from the statements filed or otherwise the assessed value for taxation of the real estate without the State not used in the general business of the company which shall be deducted from the gross value of the property and shall then take the proportion of the whole aggregate value of the companies as above ascertained after deducting the assessed value of the real estate without the State which the length of lines of said company bear to the total length of lines thereof and such amount ascertained shall be deemed as the entire value of the property of the corporation within this State. From such entire value shall be deducted the assessed value for taxation of the real estate, structures, machinery and appliances within the State subject to local taxation and the residue after deducting the said assessed value of local properties shall be assessed to the association or company. The value per mile shall then be determined by dividing the total value, after deducting the specific properties locally assessed, by the number of miles within the State and the result shall be held as the value of the property per mile of such company. The number of miles shall be multiplied by the value per mile in each county, the amount of which shall be then certified to the county auditors who shall apportion the amount certified among the several townships and such auditor can require the agent of the corporation to report under oath the length of lines of the company in each township.

#### **V. CRIMES AND PENALTIES.**

Malicious injury to any telegraph or telephone or electric light pole, wire or apparatus is punishable by a fine of not more than \$500 and imprisonment for not more than six months. No company or its officer shall prevent employees from forming, joining or belonging to any lawful labor organization and any officer who coerces or attempts to coerce any employees by discharging or threatening to discharge them because of their connection with such labor organization, or any officer who exacts a pledge from working men that they will not become members of such organizations as a consideration of employment, is guilty of a misdemeanor

and is subject to a fine not exceeding \$100 or an imprisonment of six months or both in the court's discretion.

The common council of every State has power to enact ordinances to require or authorize inspection of electric lights or wires on private property or elsewhere and to compel them to be repaired or made secure by the owners or occupant of the buildings that are there connected and on failure of any such owner or occupant to do, to authorize or require the connections to be shut off until such repairs shall be made and to regulate the supply, distribution and consumption of electricity, heat, water and natural gas; to fix by contract or franchise the price and to regulate the laying of mains and the stringing of wires and to compel the performance of contracts for the extension of such gas and electric lights and the supply of gas, heat and water upon any street. The Board of Public Works has power to authorize telegraph, telephone, electric light companies to use any street or public place and to prescribe the terms and conditions of such use and to fix by contract the prices to be charged to patrons, provided such contract shall be submitted to the common council and approved by ordinance. Any city or town may contract with any corporation or association to furnish such city or town with water, motive power, heat or light or to build or extend water lines, car lines, telegraph or telephone lines into or through such city or town and may provide the terms and conditions upon which the uses and accommodations or other public conveniences may be furnished to such person, provided that no contract may be made for a term longer than twenty-five years. For the purpose of aiding in the erection or extension of any public utilities the city or town is authorized to become a part stockholder by subscribing to the capital stock in any such corporation so making a contract and the city or town shall have the power to borrow money to pay for the stock so subscribed.

A corporation engaged in the business of providing any city or town with such public conveniences shall have the right to acquire real estate or rights of way within or without such city or town as may be necessary for its business under the right of eminent domain.

#### **LIMITATIONS OF TRADE AND COMMERCE.**

Contracts and agreements between persons or corporations who control the output of any article of merchandise with a view to

control the price or the cost to producer or consumer of any product or article is declared to be against public policy and any corporation violating the same forfeits its charter and franchise and its corporate existence thereupon ceases and becomes terminated and every foreign corporation which shall violate the same is prohibited from doing business in the State and any person or officer who may be engaged in any such conspiracy or knowingly carry out any orders or rates in furtherance of such conspiracy is punishable by a fine of not more than \$5,000 and imprisonment of not less than one year or either.

The persons designated by this act to be affected hereby are those who own, control or manufacture the output of any particular article of merchandise mentioned herein, except the act does not apply to agricultural products or live stock while in the possession of the producer or raiser.

Any person injured by any such contract or combination may sue for and recover the full value, consideration or sum paid for any goods, merchandise, the sale of which is controlled by such combination or trust.

No contract shall be made to procure or prevent any wholesale or retail dealer in or manufacturer of merchandise intended for trade or use by any mechanic, artisan or dealer in the transaction of his business from the sale of such supplies to any dealer or to any mechanic or artisan, and any person who is party to any agreement or who shall refuse to sell such articles of trade or employment to any person who may require them in the prosecution of his business for the reason that such dealer, mechanic or artisan is not a member of a company or association of persons, is guilty of conspiracy against trade and upon conviction can be punished by a fine of not more than \$2,000, to which may be added imprisonment not exceeding one year, and after due notice given by the Attorney-General or prosecuting attorney shall forfeit \$50, recoverable in the name of the State in relation of the property injured and the prosecuting attorney in any county must prosecute such action and shall be entitled to a fee of \$25 to be taxed against the defendant and any such action may be taken in a Superior or Surrogate's Court in which county in which the defendant may reside or in which he is engaged in business, and any per-

son who may be injured or damaged in his business by any contract or combination forbidden by this act may maintain a suit therefor in any court having jurisdiction thereof in the county where the defendant resides or in which he is engaged in business or in any county where services may be obtained and the plaintiff in any such action shall be entitled to recovery of his costs and a reasonable attorney's fee.

#### **VII. LEGISLATURE.**

The sessions of the General Assembly shall be held biennially.

## IOWA.

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### I. CONSTITUTION.

Corporations shall not be created by special laws.

Private property shall not be taken for public use without just compensation first being made to the owner; the jury shall not take into consideration any benefits that may result to the owner on account of the improvement for which it is taken.

### II. CORPORATIONS.

#### (a) *Domestic.*

One or more persons may incorporate in Iowa, provided if one person incorporates and he adopts the name of an individual as that of the corporation he must add thereto the words "incorporated."

Before commencing business, articles of incorporation must be adopted and recorded in the office of the recorder of deeds in the county where the principal place of business is to be located. Such recorder shall endorse the day of recording, record the same, and then the record of incorporation shall be forwarded to the Secretary of State and by him recorded. Incorporation fee is \$25 and an additional fee of \$1 per thousand in excess of \$10,000. Within three months after date of the certificate of the Secretary of State, notice must be published for four weeks in a newspaper convenient to its principal place of business, containing a statement of the corporate name, its business, capital and term of existence.

Fraud in failing to comply with the articles of incorporation, or in deceiving the public or individuals in relation to their means or liabilities shall be a misdemeanor.

Diversion of funds to objects other than those mentioned in its articles of incorporation shall be fraud and those guilty are subject to a fine and imprisonment or both at the discretion of the court.

Any corporation shall cease to exist by non-usement of its franchise for two years at any one time. A franchise of a corpora-

tion may be levied upon under an execution and sold without appraisement and the purchaser becomes vested with all the powers of the corporation therefor.

(b) *Foreign.*

Foreign corporations shall file with the Secretary of State the copy of its articles of incorporation accompanied by a resolution of its directors authorizing the filing and designating an agent within the State for service of process and obtain a permit. The same fees are required as those of a domestic corporation.

Until a foreign corporation has obtained such permit it shall not possess the right to exercise the power of eminent domain or any rights or privileges conferred upon corporations.

Penalty is prescribed for each day in which a foreign corporation shall do business in the State without having obtained valid permit and each officer is guilty of a misdemeanor.

**III. TELEGRAPH AND TELEPHONE COMPANIES.**

Any person, firm or corporation organized for that purpose within or without the State may construct a telegraph or telephone line along the public roads or across rivers or over State land or lands of any private individual.

Such fixtures shall not be constructed so as to incommode the public, nor shall they be set up in any private grounds without payment of any just damage that the owner thereof sustains, and if such person claims more damage than the owner of the line is willing to pay, the amount may be determined as provided for taking private property for works of internal improvement.

If the proprietor of any telegraph or telephone line refuses to furnish equal facilities to the public and to all connecting lines for the transmission of communications, or the transfer of the same, with fidelity and without unreasonable delay, the law in relation to corporation and to the taking of private property for works in internal improvement shall no longer apply to them.

Messages must be transmitted with fidelity and without unreasonable delay and any person who wilfully fails to transmit or intentionally transmits erroneously or makes known the contents or any message or wilfully or wrongfully takes or refuses to

transmit any telegraph or telephone message, is guilty of a misdemeanor.

The proprietor of a telegraph or telephone line is liable for all mistakes in transmitting or receiving or for unreasonable delay in transmission and for all damages resulting from failure to perform the duties required by law; and in an action for damages the burden of proof that the error or delay was not due to its negligence shall rest upon the company, provided that all claims must be presented in writing within sixty days. An action may be brought in any county through which the line passes or is operated.

#### IV. TAXATION.

Every telegraph and telephone company operating in the State shall furnish to the Executive Council, which is composed of the Governor, Secretary, Auditor and State Treasurer, a certificate of the total number of miles owned, operated or leased, the whole number of poles, and the average number per mile, the total number of miles in each division or separate lines, and the average number of separate wires, the whole number of stations and the value of the same, the whole number of instruments, the gross rental charge per instrument, the gross receipts and operating expenses of business originating and terminating in the State, and the gross receipts and operating expenses of the business not included in the foregoing, its capital, and the number of shares issued and outstanding and the par or face value and the market value and all real estate with its improvements, both inside and outside of the State. All mortgages upon its property and the length of the lines within and without the State.

The Executive Council shall determine the actual cash value of the property within the State, taking in consideration the franchises and the use of the property in connection with lines outside the State, which assessment shall include all property of every kind.

The Council shall ascertain the value per mile of the property of each company within the State by dividing the total value by the number of miles of line of the company within the State, and the taxable value shall be determined by taking 25 per cent. of such actual value; and for the purpose of determining each

county assessment the assessed value per miles of line in each county shall be certified to the county auditors. The owner of the capital stock in any company operating such line shall not be assessed for taxation upon such stock. Each company shall file with the county auditor a map of its lines within said county and a statement showing the length of lines in each taxing district, and in the event of a neglect so to do such map shall be prepared by the county surveyor, audited and paid by the board of supervisors and the amount levied as a special tax against the company.

Cities and towns shall have the right to authorize and regulate telegraph, telephone, street railway and other transportation companies' wires by joint and uniform regulation and to provide the manner in which and the places where the same shall be placed along or under the streets, roads or public places of such city or town.

No franchise shall be granted unless the majority of the local electors voting thereat shall vote in favor of the same at a general or special election.

Special charter cities shall have power to grant individuals or corporations the authority to erect or maintain telephone systems for not exceeding twenty-five years and may renew or extend the grant for not exceeding twenty-five years, but no exclusive franchise shall be granted, extended or renewed and no franchise shall be granted until notice of the application thereof shall have been published once each week for four weeks in a newspaper published in such city.

Such cities shall have power to regulate telegraph, telephone or electric light poles, subways and wires and provide the manner in which and the places where the same shall be placed and to compel companies having wires on the same street to use the same poles or subways upon reasonable terms.

#### **V. CRIMES AND PENALTIES.**

Any malicious injury to any highway, bridge, telephone or telegraph system or instruments, properties or wires shall be punished by a fine not exceeding \$500 or imprisonment not exceeding five years or both in the discretion of the court. Any person tapping or connecting with a telegraph or telephone wire unlaw-



fully shall be fined not more than \$500 or imprisoned in the county jail not exceeding six months.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

Any individual or corporation entering into a pool or trust or forming an agreement or a combination to regulate or fix the price of any article of merchandise or to fix or limit the quantity or amount of any article, commodity or merchandise to be manufactured or sold in the State shall be guilty of conspiracy.

No corporation shall issue or own trust certificates, nor shall a corporation or its officer or agent enter into any combination for the purpose of placing the management or control of such company or the manufactured product thereof in the hands of any trustee with intention to limit or fix the price or control the production or sale of any article of commerce, its use or consumption or to prevent, restrict or diminish the manufacture or output of such article.

Penalty for violating the foregoing shall be a fine of not less than 1 per cent. of the capital invested nor more than 20 per cent. of the same, and each officer or individual found guilty shall be fined not less than \$500 or more than \$5,000 or to be imprisoned in the county jail not exceeding one year or both.

All contracts in violation of any of these provisions shall be void. Any purchaser of any article or commodity from any corporation or individual transacting business contrary to the above shall not be liable for the face or payment thereon and may plead such provisions as a defense for any actions for such price or demand.

Any domestic corporation which violates the above provisions shall forfeit its corporate rights and franchises.

It shall be the duty of the grand jury to inquire into and ascertain if there exist any pool, trust or combination within their respective counties.

County attorneys and the Attorney-General shall enforce the provisions of the foregoing sections and on securing the conviction are entitled, in addition to their salary, one-fifth of the fine recovered.

#### **VII. LEGISLATURE.**

The sessions of the General Assembly shall be held biennially.

## **KANSAS.**

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### **I. CONSTITUTION.**

The Legislature shall not pass any special acts conferring corporate powers.

No right of way shall be appropriated to the use of any corporation until full compensation therefor be first made in money or secured by a deposit of money to the owner irrespective of any benefit from any improvement proposed by said corporation.

### **II. CORPORATIONS.**

#### *Domestic.*

Five or more persons may create a corporation. The charter must set forth the name, the purpose for which formed, its place of business and the term for which it is to exist.

The charter fees shall be paid and the charter shall be filed in the office of the Secretary of State.

A charter board is created and persons seeking to form a private corporation or any foreign corporation shall make application to such board for permission to organize or to engage in business as a foreign corporation in this State, and a foreign corporation shall agree that actions may be begun by service of process on the Secretary of State, and actions against any foreign corporation may be brought in any county where the cause of action arose or in which the plaintiff may reside.

The charter board, after investigating the character of the business in which the proposed corporation is to engage, may grant the application, and when it has received authority from the charter board to organize it shall pay the charter fees and the charter shall then be filed with the Secretary of State. Each corporation shall annually deliver to the Secretary of State a statement of the condition of such corporation.

The duration of any corporation may be extended for successive periods of twenty years at any time that the corporation shall desire to extend its term. If the directors shall knowingly declare and pay a dividend when the corporation is insolvent or any

dividend the payment of which would render it insolvent, they shall be jointly and severally liable for all the debts of the corporation then existing and for all that shall be thereafter contracted as long as they respectively continue in office.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Corporations created for the purpose of constructing telegraph lines are authorized to set their poles and fixtures upon the public roads and waters of the State, but in such manner as not to incommode the public, and such companies are authorized to enter upon private lands for the purpose of making surveys and examinations with a view of erecting telegraph lines and to appropriate from time to time so much of said lands as may be necessary to erect poles and fixtures for telegraph lines, but no corporation has power to contract with any owner of land for the right to erect and maintain a telegraph line over his lands to the exclusion of the lines of other companies.

Any company may construct, use and maintain any lines of telegraph wholly within or wholly or partly beyond the limits of the State, and shall have power to lease or attach to the line or lines of such corporations or other telegraph lines by lease or purchase, and may join with any corporation in constructing, leasing or owning or maintaining their line upon such terms as may be agreed upon between the directors or managers of the respective companies, and may own and hold an interest in any such lines or may become lessee thereof.

The authorities of a municipal corporation through which any telegraph line may pass can by ordinance specify where the poles shall be located, the kind that shall be used and the height at which the wires shall be run, and shall have power to direct any alteration in the location of such fixtures. Every telegraph company operating a line through the corporate limits of any county seat is required to establish and maintain a telegraph station at such county seat, with facilities for the convenience of the public in sending telegrams, and in the event of failure so to do shall be liable to a penalty of \$10 per day for each day of such failure.

No telegraph company shall charge or receive a rate in excess of 15 cents for the first ten words, exclusive of address and one

signature, and 1 cent for each additional word for transmitting any message between points in the State, nor shall it demand or receive for any distance between points within this State more than one-third of 1 cent for each word for messages of over ten words received between the hours of 6 A. M. and 6 P. M., and one-sixth of 1 cent per word for messages received between 6 P. M. and 6 A. M. to be transmitted as special reports for newspapers, and no delivery fee shall be charged within the limits of any city or town nor within one-half of a mile of any receiving office.

Each company shall transmit telegraph messages offered for transmission to any point along the lines owned or operated by it without delay, and each connecting line to which the same may be transmitted shall receive and transfer the same without delay. The contents of any message shall not be divulged to any person other than the one to whom it was sent, nor shall any special rate or free service be given to any person or corporation. A penalty of \$100 is provided for the failure of any company to transfer without unnecessary delay any message properly delivered to it for transmission and delivery, and this recovery is in addition to the right of such persons to recover actual damages for the failure to send or deliver such messages. Every telegraph company must maintain a station in the cities of the first class containing 50,000 inhabitants or over. The Board of Railroad Commissioners has power and authority to prescribe the regulations with respect to the stringing of wires which cross over or under the tracks of any railroad company.

Lands may be appropriated for the use of telegraph, milling or other manufacturing corporations using power and may obtain a right of way for all necessary wires and such wires may be laid, carried or stretched on, through or over any lot or land or along or down any stream or through any street or public ground.

#### IV. TAXATION.

All telegraph lines and instruments within the respective counties along the line of their routes shall be held as personal property within such county and assessed accordingly, except that this shall not be held to include a telegraph line and instruments belonging to railroad companies.

Every telegraph and telephone company doing business in the State shall annually, under oath, file with the State Auditor a statement containing the name of the company, its nature, the location of its principal office, the names and addresses of its officials, the value of its stock, the detailed statement of the real estate owned by the company in the State where situated and the value thereof as assessed, the whole length of the lines within the State, whether under lease or otherwise, and the number of miles of wire in each county and the value and aggregate inventory of all other personal property owned by the company in the State, the gross receipts for the year. The State Board of Appraisers and Assessors shall report to the State Auditor the total value of the property of telegraph and telephone companies as ascertained and assessed by them. The Auditor shall deduct from the total assessed value of each company the value as assessed for taxation of any real estate situate in the State and owned by the company not in connection with its right of way. The value of the property after making such deduction shall be apportioned among the several counties through which the lines run. The county clerk, when he shall receive the statement from the State Auditor, shall certify the amount of the assessments to the proper officer of the taxing districts in his county so as to be placed on the tax roll for the benefit of the school districts, cities and townships within his county, and also shall place such assessments on the proper tax roll of his county.

The mayor and council of any city shall have power to regulate telephone rates, which shall be reasonable and just, and if they are fixed at unreasonable rates the same may be reviewed and determined by the District Court of the county in which the city is situated. The mayor and council shall have the right to grant a franchise based upon a proper remuneration to the city, not to exceed a term of longer than thirty years, and they may grant a right of way for telegraph and telephone poles within the city and may require the wires to be placed underground, and may levy and collect a license tax upon and regulate all trades and occupations carried on within the limits of the city, including telegraph and telephone companies.

#### **V. CRIMES AND PENALTIES.**

No employer of labor shall prevent or attempt to prevent, by

word, sign or writing of any kind whatsoever, any discharged employee from obtaining employment from any other person, nor shall any employer discriminate against any organization.

#### VI. LIMITATIONS OF TRADE AND COMMERCE.

All trusts, combinations, arrangements or agreements with a view to prevent full and free competition in the importation, transportation or sale of articles or in the product, manufacture or sale of articles imported into the State of domestic growth or product of domestic raw materials, or for the loan or use of money or to fix attorneys' or doctors' fees, or which tend to advance, reduce or control the price or cost to the producer or to the consumer of any such products or articles, or to control the cost or rate of insurance, or which tend to advance or to control any other services, are declared to be against public policy and unlawful and void. It is not lawful for any corporation to issue or own trust certificates or to enter into any combination or agreement, the purpose and effect of which shall be to place the management or control of such combination or the manufactured product thereof in the hands of any trustee with the intent to limit or fix the price or lessen the production and sale of any article of commerce, or to prevent, restrict or diminish the manufacture or output thereof.

Any person entering into such agreement is guilty of a misdemeanor and is subject to a fine of not more than \$1,000 and to imprisonment of not more than six months, or both.

Any person or corporation injured by any such arrangement may sue for and recover the full consideration paid by him for any goods, wares, merchandise included in or advanced or controlled in price by such combination, and it shall be lawful to plead in bar or abatement in the defense of any action that the plaintiff or any person interested in the prosecution of a case is a member or agent of such an unlawful combination.

A trust is a combination of capital, skill or acts by two or more persons, firms, corporations or associations of persons or either two or more of them for either, any or all of the following purposes:

(a) To create or carry out restrictions in trade or commerce, or aids to commerce, or to carry out restrictions in the full and

free pursuit of any business authorized or determined by the laws of the State.

(b) To increase or reduce the price of merchandise, produce or commodities or to control the cost or rates of insurance; also, to prevent competition in the making, transportation, sale or purchase of merchandise, produce or commodities or to prevent competition in aids to commerce.

(d) To fix any standard or figure whereby its price to the public shall be in any manner controlled or established, any article or commodity of merchandise, produce or commerce intended for sale, use or consumption in the State.

(e) To make or enter into or execute or carry out any contract, obligation or agreement of any kind or description by which they shall bind or have bound themselves not to sell, manufacture, dispose of or transport any article or commodity or article or trade, use, merchandise, commerce or consumption below a common standard figure, or by which they shall agree in any manner to keep the price of such article, commodity or transportation at a fixed or graded figure or by which they shall in any manner establish or settle the price of any article or commodity or transportation between them or themselves and others to preclude a free and unrestricted competition among themselves or others in transportation, selling or manufacturing of any such article or commodity or by which they shall agree to pool, combine or unite any interest they may have in connection with the manufacture, sale or transportation of any such article or commodity that its price may in any manner be affected.

Any such combination is declared to be against public policy and unlawful and void.

All persons or corporations within the State are denied the right to form or to be in any manner interested in any trust, and a violation of any of the provisions of this law acts as a forfeiture of its charter and franchise, and its corporate existence shall cease and determine. Every person or corporation within or without the State violating any of the provisions of the act within the State are denied and prohibited from doing any business within the State and are denied the right of handling the goods of or in any manner dealing with any such person or corporation, and

any person or agent so doing shall be determined guilty of a misdemeanor and shall be fined not more than \$1,000 and confined in jail not more than six months and forfeits not less than \$100 for each day such violation may continue.

Any contract in violation of the provisions of the act shall be void and not enforceable in any court of the State, and any corporation or person damaged by any such agreement may sue and recover such damages as have been sustained, together with a reasonable attorney fee.

#### **VII. LEGISLATURE.**

All sessions of the Legislature shall be held once in two years.



## KENTUCKY.

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### I. CONSTITUTION.

No corporation shall engage in business unauthorized by its charter or the law under which it may be organized, nor shall it hold any real estate except such as may be proper and necessary for carrying on its legitimate business for a longer period than five years, under penalty of escheat. All corporations formed under the laws of the State or carrying on business in it shall at all times have an authorized agent upon whom process may be served.

The Commonwealth, in the exercise of the right of eminent domain, shall have and retain the same powers to take the property and franchises of incorporated companies for public use which it has and retains to take the property of individuals. No county or municipality shall become a stockholder in any corporation or loan its credit except for the purpose of constructing and maintaining bridges and roads.

Campaign contributions by corporations are prohibited. Any corporation shall have the right to construct and maintain lines of telegraph within the State and to connect the same with other lines, and such companies shall receive and transmit each other's messages without unreasonable delay or discrimination, and telephone companies shall receive and transmit each other's messages without unreasonable delay. If any company consolidates with a foreign corporation, it shall not become a foreign corporation by such consolidation. No telegraph or telephone company shall consolidate its stock, franchises or property or pool its earnings, in whole or in part, with any other company owning a parallel or competing line, or acquire by purchase or otherwise any such parallel or competing line or operate the same.

A common carrier shall not engage in any other business.

Municipal and other corporations invested with the privilege of taking private property for public use shall make just compensation for the property taken. No company shall be permitted

or authorized to erect its poles and apparatus along streets or public places without the consent of the proper legislative bodies of such cities or towns, and no municipality shall be authorized or permitted to grant a franchise or privilege for longer than twenty years.

## II. DOMESTIC CORPORATIONS.

At least three people must associate together to establish a corporation; they shall execute articles of incorporation, which shall be recorded in the county clerk's office of the county in which its principal office is located and a copy of such articles shall be filed and recorded in the office of the Secretary of State.

At least 50 per cent. of the capital stock shall be in good faith subscribed before it is authorized to transact any business with persons other than its stockholders. If the directors declare and pay a dividend when the corporation is insolvent or any dividend the payment of which would render it insolvent or would diminish the amount of its capital stock, they are jointly and severally liable for all of the debts of the corporation then existing and for all that shall be thereafter incurred while they or a majority of them continue in office.

Each director must own not less than three shares of stock.

All corporations shall have an authorized agent at one or more known places of business upon whom process can be served.

## III. TELEGRAPH AND TELEPHONE COMPANIES.

A telegraph company, foreign or domestic, shall have the right to construct and operate its lines through any public lands and along highways and along the right of way and structures of any railroad, provided it shall make just compensation and that its poles and fixtures be erected and maintained so as not to interfere with the use or travel of the highways or railroads, and in the event that an agreement for such a right of way cannot be had with railroad companies it may file a petition for condemnation thereof.

The same rights as above are granted to telephone companies except that the provisions of the act shall not apply to any incorporated town or village.

**IV. TAXATION.**

Every telegraph or telephone company shall, in addition to other tax, annually pay a tax on its franchise to the State and a local tax thereon to the municipality where its franchise may be exercised.

Each company shall deliver annually to the Auditor of Public Accounts a certificate showing its name, place and kind of business, the amount of capital stock, the number of shares, the stock paid in, the par and real value, the highest price within twelve months preceding, the amount of surplus and undivided profits and the value of all other assets. The total amount of indebtedness, the amount of gross or net earnings and income from all other services, the amount and kind of tangible property, where situated, and the fair cash value thereof; and where the lines extend beyond the State or county limits, the statement shall show the length of entire lines operated or owned in the State and in each county, and the entire lines operated or owned elsewhere; and if a foreign corporation it shall further show the gross and net income received in the State and out of the State, business done in the State and the gross receipts of the company in the State and elsewhere during the preceding year.

The State Board of Valuation and Assessment shall fix the value of the capital stock which the length of the lines operated in the State bears to the total length of the lines, and each corporate franchise shall be liable to taxation in each taxing district through which such lines are operated in proportion which the length of line in such district bears to the whole length of line in the State.

The State Auditor shall certify to the taxing districts the amount of the corporate franchise liable to such local taxation.

Eighteen months before the expiration of any franchise it shall be the duty of the proper legislative body to provide for the sale of a similar franchise to the highest and best bidder on terms and conditions which shall be fair and reasonable to the public, to the corporation and to its patrons. But if there is no public necessity for the kind of public utility in question, and if the municipality shall desire to discontinue entirely the kind of service in question, this foregoing section does not apply. If a

municipality desires to own or operate on public account the utility in question and shall take steps necessary within two years before the expiration of the franchise and shall offer to purchase at a fair value the plant of the company which is then rendering the service, then the municipality shall be under no obligation to sell or renew or continue the franchise in question.

The fair valuation of the plant shall be determined by three persons, one selected by the municipality, one by the owners of the plant and the third to be selected by these two. The plant shall be valued as a going concern, but no allowance shall be made for future growth.

No exclusive privilege shall be acquired nor shall the sale of a franchise to one person or corporation prevent subsequent sale of a similar franchise to another person or corporation.

Cities shall have the power to grant the right of way on public streets and public grounds to telephone companies for a term not exceeding twenty years.

#### **V. CRIMES AND PENALTIES.**

Malicious or wilful injury to telegraph or telephone lines is punishable by confinement in the penitentiary for not more than ten years.

If any agent or manager of a telegraph or telephone line shall knowingly transmit any false intelligence or communication with intent to injure any one or to speculate on any article of merchandise or with intent that another may do so, or if any such agent or manager, through improper methods or wilful neglect, shall hold or delay the transmission or delivery of messages for which the charges have been tendered or paid he shall be fined not more than \$500.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

Pools, trusts, combines or confederations for the purpose of regulating, controlling or fixing the price of any merchandise, manufactured article, or property of any kind, is a conspiracy; nor shall it be lawful for any corporation to own, issue or sell any trust certificate or for any corporation, agent or director to enter into any agreement with any director or agent or another

corporation, the purpose of which agreement would be to place the management or control or any part of the business of such combination or the manufactured product thereof, in the hands or under the control, in whole or in part, of any trustee with intent or to have the effect to limit, fix, establish or change the price of production or sale of any article or to prevent, restrict or in any way diminish the manufacture or output of any such article.

The punishment for any violation of this act by a corporation is the fine of not more than \$5,000, and of any individual or officer of a fine of not more than \$5,000 or imprisonment not to exceed twelve months, or both.

Any contract in violation of the foregoing provisions shall be null and void, and any purchaser of property or commodity from any company or person transacting business contrary to the preceding section shall not be liable for the price or payment of such article and may plead and rely upon this act as a complete defense to any suit for such price or payment, and if any corporation shall be indicted or convicted for any violation of such act, such conviction shall have the effect to forfeit its charter.

#### **VII. LEGISLATURE.**

The General Assembly shall meet every two years.

## LOUISIANA.

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### I. CONSTITUTION.

Domestic or foreign corporations must have one or more known places of business and appoint an agent within the State upon whom process may be served.

Corporations shall not take or hold real estate for a longer period than ten years, except such as may be necessary and proper for its legitimate business or purposes. The capital stock shall not be increased or decreased without the consent of the persons holding the larger amount in value of its stock. No foreign corporation shall institute any action against the State or its public officers or against any corporation or citizen of the State in any court other than such as may be created and organized under the constitution and laws, nor shall it when sued remove said action to any other court than one created and organized under the laws of this State, and if it shall so do it shall be barred and deprived of the right to conduct business in the State and thereafter any contract for or by or to said corporation shall be utterly null and void.

No free transportation or discrimination in passenger, telegraph or telephone rates shall be granted to members of the General Assembly or to any public officer.

A Railroad, and Telegraph and Telephone Commission is created. The Commission is authorized to adopt, change or make reasonable and just rates and regulations to govern and regulate telephone and telegraph charges; to prevent unjust discrimination and extortion in the rates on the different lines of the State and to prevent such companies from charging any greater compensation in the aggregate for the like kind of messages for a shorter than a longer distance over the same line, and to enforce the same by having penalties inflicted through the proper courts. The penalty for violating the rates, charges or rules or decisions fixed by the Railroad Commission is of forfeit of not more than \$5,000.

The power and authority of the Railway Commission effects and equally includes not only the transportation of telegraph and tele-

phone messages between points within the State and the use of instruments within the State, but also shall affect and include all matters or things connected with, and concerning the service to be given by telegraph and telephone companies in the State, and their operation therein.

Free service to municipalities, charitable institutions or any destitute or indigent person is not prohibited.

Private property shall not be taken or damaged for public use without just and adequate compensation to be first paid. A State Board of Appraisers is appointed, whose duty it shall be to assess the property belonging to corporations employed in the telegraph or telephone business.

Railways are expressly declared to be public highways.

It is unlawful for persons, corporations or their legal representatives to combine or conspire together or to unite or pool their interests for the purpose of forcing up or down the price of any agricultural product or article of necessity for speculative purposes and the Legislature shall pass laws to suppress it. The funds, credit or property of the State or any political corporation thereof shall not be pledged, loaned to or for any person or corporation, public or private, nor shall the State or any political corporation purchase or subscribe to the stock of any corporation whatever or for any private enterprise, nor shall the State undertake to carry on the business of any private or foreign corporation or become a part owner therein.

## II. CORPORATIONS.

Not less than six persons may form a corporation.

Charter of incorporation shall contain its name, place of domicile, its purposes, and the designation of the officer upon whom citation may be served, the amount of its stock and the number and amount of each charter, and the time which, and the manner in which payment of stock shares shall be made, and the mode in which elections of directors shall be conducted, and the mode of liquidation at the termination of the charter.

The original charter and subscriptions for the purpose of organization shall be recorded in the office of the Recorder of Mortgages, at the domicile of the corporation and published once a week for thirty days.

A corporation shall forfeit its charter for insolvency evidenced by a return of no property found on execution. Any two business and manufacturing corporations whose objects and business are of the same nature may consolidate and form one consolidated company. All meetings must be held at the domicile of the corporation which must establish the same at some place within the State and not elsewhere.

A certified copy of the charter, together with an issue of the paper in which the same was published, shall be filed in the office of the Secretary of State.

Every foreign corporation doing business in the State, must file with the Secretary of State a designation of a domicile and appoint an agent within the State upon whom process may be served and such agent must be a resident of the parish where such corporation has first established business and if such designation be not made, and such corporation shall do any business in the State, service of process in an action may be made upon the Secretary of State with the same validity as if such corporation shall have been personally served.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Foreign or domestic corporations may construct and maintain telegraph and telephone lines necessary to transmit intelligence along all State or public roads, and along and parallel to any of the railroads, and along and over the waters of the State, providing that the ordinary use of such roads, railroads and water be not obstructed, and along the streets of any city with the consent of the council, or trustees thereof. Telegraph and telephone companies, foreign or domestic, owning property in the State, may borrow, from time to time, such sums of money as may be required for its corporate purposes, and may issue bonds or other obligations secured by mortgage or pledge or both of their franchises and property or present or future incomes.

All messages shall be transmitted which are not immoral or contrary to law, which shall be presented by persons offering to pay the usual rates thereof in the order in which the usual applications are made. All telegraph and telephone companies are required to pay at the place where the message is to be delivered or where it is offered, at the option of the party making a claim, for



all damages that may arise from the failure or neglect to transmit or deliver or for any delay in the transmission or delivery of any message handled by them or over them for transmission.

The power and authority is vested in the Railroad Commission to require telegraph and telephone companies to establish rates between points in this State; provided nothing in the act shall be construed to mean that any telephone or telegraph company shall be required to connect its wires and apparatus with the wires or apparatus of any other telephone or telegraph company, and in the event of failure to fix the rates by the company, the commission may fix such rates upon the application of any person, firm or corporation and such rates and charges made and established shall go into effect within thirty days after the same shall have been promulgated, by publication in the official journal of said Commission, and written or telegraphic notice given to the companies.

Before the promulgation of rates the Commission shall notify the telegraph and telephone companies interested of the proposed schedule of joint through rates, and shall allow such companies thirty days to agree upon a division of the charges provided for by any such schedule, and if the companies fail to agree upon a division and notify the Commission thereof which shall have a hearing of the corporations interested to decide the matter and determine how such division should be made. The orders of such Commission shall remain in effect until set aside by a competent court and suit to set aside such orders shall be brought within three months.

The Railroad Commission shall have power to establish telegraph or public telephone stations along existing lines wherever the same may be reasonably necessary and convenient and require companies to transmit promptly all messages, and to adopt any and all reasonable and just rules and regulations affecting or connected with the service and operation of telegraph and telephone companies in the State, and may make and change reasonable and just rules, regulations and orders affecting and concerning the service to be given and furnished by telephone and telegraph companies in the State, and their operation in the State. Any agent or employee of a public service corporation failing to comply with the rules of the Railway Commission is guilty of a misdemeanor.

All telegraph or telephone companies operating telegraph and telephone lines in the State shall keep a copy of this law posted in

a conspicuous place in each of its offices, public stations, or exchanges.

#### IV. TAXATION.

The State Board of Appraisers shall meet annually for the purpose of assessing for taxation the property belonging to corporations employed in railway, telegraph, telephone, sleeping car and express business. The Board has power to examine records and to summon and compel the attendance of witnesses. The State Board of Appraisers shall make a true and correct assessment of valuation of all properties belonging to the companies employed in the railway, telegraph, telephone, sleeping car and express business, and shall make due return to the different municipal authorities of the property assessed and its value in their separate jurisdictions.

The term property as used in the act includes all real estate, all improvements thereto. All other untaxed land, all other telephone and telegraph lines and all movable and immovable corporeal and uncorporeal articles or things of value owned, operated and controlled within the State by any person in any capacity whatever.

The real property and superstructure of telegraph companies shall be assessed and taxed in the assessment district where located, but the rolling stock or movable property of any railroad or telegraph company whose line lies partly within the State and partly without the State shall be assessed in the State in the ratio which the number of miles of line within the State is to the total number of miles of the entire line.

The annual license tax is levied for carrying on telegraph and telephone business and the same shall be based on the gross annual receipts of each person or corporation engaged in such business. Where any firm or corporation shall lease, operate or control the business, franchise or property of other corporations they shall pay a separate license for each business.

The license required to be taken out shall be posted in a conspicuous place in the place of business and failure so to do imposes a penalty of not more than \$100.

An annual license tax is levied upon a foreign telegraph company of \$3 upon each \$100 of gross receipts from business done

wholly within the State, and levied upon telephone companies of \$5 upon each \$1,000 of gross receipts from all sources from all business done within the State.

Any municipal or parochial corporation in the State shall have the right to impose a license tax upon any business, occupation or profession herein provided for.

Cities, towns, and villages have power to grant the right for the erection of telegraph or telephone poles and wires along any of the streets or ways of the municipality and change, modify and regulate the same, but such privilege shall not be exclusive.

#### **V. CRIMES AND PENALTIES.**

Any grantee of any franchise granted by the State, or any parish or municipal corporation, whereby the grantee or lessee is to enjoy certain rights and privileges and collect certain dues or fees in connection with such grant or franchise shall not wilfully or intentionally overcharge or make any other charge than those specified in such grant or franchise, and the penalty therefor shall be a fine of not more than \$25, or more than thirty days imprisonment; and for the second and subsequent offenses not more than \$50, or sixty days imprisonment, or both, at the discretion of the court for each violation. Unlawful and intentional injury or destruction of any telegraph line or materials belonging thereto, or any molestation or interference with or interruption of the use or operation of any such line, is punishable by fine not exceeding \$500 or imprisonment not exceeding one year, or both. No operator or person in the employ of a telegraph company shall refuse or omit to send or deliver any despatch or message of which the charges or fees have been paid or offered to be paid, or cause or direct the same to be detained, or held, nor given precedence to a message or despatch subsequently brought to the office or station, nor shall such operator or agent in any way give precedence in sending or delivering any despatch or message belonging to a director, officer or stockholder of such company or other person for any despatch or message previously offered for transmission, nor shall such agent reveal or make public any despatch or message and the punishment therefor is a fine of not more than \$1,000, one-half to the charity hospital of New Orleans and the other one-half for the use

of the parish where such offense was committed, and such agent shall be answerable in damages to the party injured, and for a subsequent offense the penalty is also imprisonment for a period not exceeding three months.

A State Board of Arbitration and Conciliation is formed.

## **VI. LIMITATIONS OF TRADE AND COMMERCE.**

Every contract or combination in the form of trust or conspiracy in restraint of trade or commerce, or to fix, or limit the amount or quantity of any article, commodity or merchandise to be manufactured or mined, produced or sold in the State, is declared illegal, and the penalty therefor shall be a fine not exceeding \$5,000 or imprisonment not exceeding one year, or both. Any person who shall monopolize or attempt to monopolize any part of the trade or commerce within the State shall be guilty of a misdemeanor and be subject to a like penalty.

It is unlawful to enter into or maintain a combination or agreement expressed or implied to create or carry out restrictions in trade, and to limit or reduce the production or to increase or reduce the price of merchandise, produce, or commodities, or to prevent competition or to fix any standard or figure whereby merchandise or commodity shall be controlled or established in price, or to carry out or make any agreement which shall combine, those entering therein not to sell, dispose of or transport any article or commodity below a standard figure, or by which they shall agree in any way to keep the price of such article at a fixed or graded figure, or by which they shall in any way establish or fix the price of any article or commodity or transportation between them or themselves and others to preclude free and unrestricted competition among themselves or others in the sale or transportation of any such article or commodity, or by which they shall agree to pool, combine, or unite any interest they may have in connection with the sale or transportation of any such article or commodity that its price may in any way be affected.

Any corporation holding a charter under the laws of the State affected by a violation hereof shall forfeit its rights and franchises and its corporate existence shall cease and determine, and any foreign corporation so convicted is denied the right and prohibited from doing any business within the State.

Any violation of this act is declared a conspiracy against trade, and any person who may be engaged in such conspiracy shall be punished by a fine of not more than \$1,000 and imprisonment of not more than one year, or by either fine or imprisonment, or both. Any contract or agreement in violation of the provisions of this act shall be void, provided that the same shall not apply to agricultural products or live stock while in the hands of the producer or raiser. This act shall not be construed so as to affect any combination of or confederation of laborers for the purpose of procuring an increase of their wages or a redress of grievances. Discriminating between the different localities or communities in the State in the sale of commodities is prohibited and the person or corporation engaged therein shall be guilty of an unfair discrimination which is prohibited and declared a misdemeanor, and all sales so made shall be construed, *prima facie*, as unfair discrimination; the penalty therefor shall be a fine of not more than \$5,000 or imprisonment not more than two years, or both, and if any corporation, foreign or domestic, is found guilty of unfair discrimination, the permit or license to do business within the State shall immediately be revoked by the Secretary of State.

#### VII. LEGISLATURE.

The General Assembly shall meet biennially.

## **MARYLAND.**

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### **I. CONSTITUTION.**

Corporations shall not be created by special act, except for municipal purposes, and all charters granted and created are subject to repeal or modification, and may be altered from time to time.

The credit of the State shall not be loaned to any individual, association or corporation, nor shall the credit of any county of the State be loaned to corporations unless authorized by an act of the General Assembly.

No private property shall be taken for public use without just compensation.

### **II. CORPORATIONS.**

Corporations may be formed by any five or more persons, citizens of the United States, and a majority of them citizens of the State, and may be formed for the constructing, owning, or operating of telegraph or telephone lines within the State where the principal office of the company is located in the State, and for the transaction of any business in which electricity over or through wires may be applied to any useful purpose, and any company may be incorporated for any two or more purposes aforesaid, when in the judgment of those forming the company the same may be conducted by one corporation to its general interests.

Any corporation may unite with another where the capital stock of both has been fully paid in and where the companies have been originally incorporated in whole or in part for the same purposes.

A certificate of incorporation must be signed and acknowledged setting forth the name and residence of the applicant, the proposed name of the company, and its objects, the place where its operations are to be carried on, the capital stock, number of shares, and the number of directors, or managers, and their names, which certificate shall be submitted to a judge of the judicial circuit, where the office of the company is to be located, and if such judge certifies that the certificate is in conformity with the law, it shall be re-

recorded in the clerk's office for the Circuit Court for the county where the principal office shall be located.

The property and affairs of any company shall be managed by not less than four or more than twelve directors or managers.

Within thirty days of the payment of the last installment of capital stock, the president and a majority of the directors shall file a certificate stating the amount of stock, and of all property received in payment, with the clerk of the court in which this certificate of incorporation was originally recorded. Loans shall not be made by the corporation to any stockholder. A statement of the affairs of the corporation shall be given by the finance officer under oath upon written demand by any person or persons owning 5 per cent. of the capital stock, and upon failure so to do, shall forfeit to the person presenting the request \$50, and a further sum of \$25 for every twenty-four hours thereafter until such statement shall be furnished. Every corporation shall cause to be made semi-annually statements of its affairs, which shall be recorded in a book kept in its principal office. The capital stock of any corporation may be increased or decreased, or the par value of its stock may be changed.

#### *Foreign Corporations.*

Foreign corporations, except telephone, banking, insurance, railroad, electric light, or construction companies shall, before transacting any business in the State, file with the Secretary of State, a certified copy of its charter of incorporation together with a statement from its chief executive officer setting forth the amount of its stock, and the amount issued, its assets and liabilities and character of its business within the State, its principal office, and the name of its agents upon whom legal process can be served. Upon receipt of which and the fees provided by law, the Secretary of State shall issue to such company a certificate that its business is such as may be lawfully carried on in the State.

If any officer of a foreign corporation, before procuring such certificate shall do business in the State, he shall forfeit the sum of \$100 for every day he shall act as such agent or may occupy office for the transaction of such business and no such foreign corporation shall be permitted to maintain an action in law or any equity in the State until it shall have complied with the requirements of the statutes.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Corporations for owning, leasing, constructing or operating telegraph lines in the State or through the State may be formed and may purchase or lease any property within the State belonging to any other telegraph company, and such company may construct its lines through the State and upon any roads, streets, and highways and across any bridges or waters by erecting the necessary poles, and fixtures, provided same shall be so constructed as not to incommode the public, and such company shall be responsible for any damages which any person or corporation may sustain by the erection, continuance and use of such fixtures; provided, however, that such recovery cannot be had until the telegraph company shall have failed or refused to remove in a reasonable time the fixtures complained of; or the company may apply for and be entitled to condemn such lands and property and the damage sustained thereby shall be appraised by a jury.

Such telegraph companies may extend their lines into any other State or may lease, sell or convey its franchises, rights, and privileges to any other telegraph company and may purchase property and franchises of other companies, and may consolidate with any other companies.

Every telegraph company shall receive despatches from other telegraph lines and from individuals, and shall transmit the same in the order in which they are received with impartiality and good faith under a penalty of \$100 for every neglect or refusal so to do.

Any unlawful or intentional injury or destruction of any telegraph lines, poles or fixtures is a misdemeanor, as is the divulging of the contents of any private communication entrusted to any agent for transmission or delivery or for the refusal or neglect to transmit and deliver the same.

#### *Telephone Companies.*

The provisions relating to telegraph companies apply likewise to telephone companies.

No company managing, owning or operating any telephone lines within the limits of any municipality shall charge or receive as rental for the use at any and all hours of the day and night of such telephone and lines communicating with a central exchange through which conversation may be held, over all other



lines communicating with such exchange or point of communication in such city or town, a sum exceeding \$6.50 per month when one telephone only is rented by one individual or corporation located within a radius of two miles from the central exchange, and \$1 additional per month for every additional mile distant from such exchange; where two or more telephones are rented by the same individual or company, located within a radius of two miles from the central exchange, the rental per month for each telephone so rented shall not exceed \$5.50 per month, and \$1 per month for every additional mile distant from such exchange, provided that the individual or company desiring to use such telephone and lines shall agree to contract for the use thereof for a period of not less than six months.

Where any two cities, towns or villages in the State are connected by wire operated, controlled or owned by any individual or company, the price for the use of any telephone for the purpose of conversation between such cities, towns or villages shall average five minutes or fraction of five minutes, of such use not exceeding the following amounts, namely: Where the distance does not exceed ten miles, 15 cents; exceeding ten miles and less than thirty miles, 25 cents; more than thirty miles and less than fifty miles, 1 cent per mile; and where distance is more than fifty miles, 50 cents; and one-half a cent for each mile in excess of fifty miles.

The word telephone shall be construed to include and consist of a receiver, a transmitter, and magneto or call bell, or cell battery, a back-board, a battery box, and all necessary appliances now and hereafter in use for and constituting a telephone equipment as now and heretofore rented by telephone companies to their patrons and subscribers.

Every company engaged in a general telephone business shall within the local limits of its business supply all applicants for telephone connections and facilities for the same without discrimination or impartiality, and no such company shall impose any conditions or restrictions upon such applicant that are not imposed impartially upon all persons or companies in like situation, nor shall such companies discriminate against any individual or company engaged in any lawful business or between individuals or companies engaged in the same business by requiring as a condition

for furnishing such facilities that they shall not be used in the business for the applicant or otherwise for any lawful purpose.

The penalty for charging unlawful rates shall be not less than \$100 for each offense to be imposed upon the operator or agent or person collecting the same; provided, however, that a contract in writing may be made for special services at other rates, but any individual or company managing or operating a telephone line within the State shall furnish telephone equipment and service of the kind and description which is now furnished by the Chesapeake and Potomac Telephone Company of Baltimore city, and as a condition precedent to the exercise of any of the power conferred by this statute such company shall file in the office of the clerk of the Court of Appeals of the State a full and adequate description in detail and certified by the Governor of the State to be a full and adequate description of the equipment now used by such company in furnishing the services mentioned in this proviso, and the said equipment shall always include and secure for each subscriber a separate wire. The penalty for the failure so to do is a fine of not more than \$200, imposed upon the said company or its agents; and provided, that any person entitled to telephone service under the provisions of this statute, but no other person, shall have the right and privilege to use without extra charge any other telephone equipment, with the consent of the subscriber to the last-mentioned equipment, and any individual company or its officers and agents and the agent of every such individual refusing or neglecting to allow such right or privilege, shall be liable to indictment, and upon conviction a fine of not more than \$200.

#### IV. TAXATION.

It shall be unlawful for any telegraph company to open an office for the transaction of such business in the State without obtaining a license, the tax upon the company or individual proposing to do business by telegraph within the State shall be the sum of \$300 for one year, or a proportional part of such sum for any fractional part of a year not less than one month; and upon failure to obtain such license the penalty for attempting to do business without the same is a penalty of \$1,000 to be recovered in an action in the name of the State, one-half of such penalty to be paid to the informer, and any agent acting for such company in

violation of its provision shall be liable to indictment and a fine not exceeding \$500.

A license tax of \$12 per year is imposed upon any telegraph company or person proposing to do the business of telegraphing for profit within the limits of any single county in the State or within the limits of the city of Baltimore, and any agent or other person violating the foregoing shall be liable to indictment and a fine of not more than \$100.

A Tax Commissioner is appointed, and by the Governor, who shall assess annually for State purposes shares of capital stock of all corporations located or doing business in the State, whose shares of stock are liable to assessment and taxation; and a State franchise tax is levied annually of  $2\frac{1}{2}$  per cent. upon the gross receipts or earnings of every telegraph company, and of 2 per cent. upon the gross receipts or earnings of any telephone companies incorporated and doing business in the State, and if any such company has a part of its line in this State, and a part in any other State, such companies shall return a statement of the whole of its gross earnings and shall pay the State at the said rates upon such proportion of its gross earnings as the length of its line in the State bears to the whole length of its line.

Telegraph or telephone companies shall annually report to the State Tax Commissioner its total receipts from business done in the State, which Tax Commissioner shall calculate the said tax due on such gross receipts and transmit the amount thereof to the State Comptroller to be by him collected. A false report shall be deemed perjury and upon the neglect or failure to make such statement the State Tax Commissioner shall ascertain and fix the amount of the gross receipts and revenues of such company and calculate and assess the State tax thereon.

Every foreign telephone company wishing to do business in the State shall file in the office of the State Tax Commissioner a certified copy of its articles of incorporation, and shall file in the office of the Secretary of State a certificate of the appointment of at least two agents to reside in the State upon whom process can be served. The penalty for transacting business without complying with the foregoing provisions shall be a forfeiture by the agent to the State of \$100 for every day he shall act as such agent or employee or may occupy an office for the transaction of business.

Every such foreign corporation shall annually make report to the State Tax Commissioner setting forth and showing the total gross receipts in the State of such company and from business done in the State on its own account or through its agents or from royalties on its patent rights, or plants or property employed or hired or rented by any person in the State, or by any corporation under any contract with such foreign corporation, or from business done in the State by any corporation organized under the laws of the State, and of which such foreign corporation may be a stockholder, and which may be employing in any manner under any contract with such foreign corporation, and using patent rights, plant or property of such foreign corporation for profit in this State.

The State Tax Commissioner shall annually calculate the amount of gross receipt tax to be paid by such foreign corporation. If such foreign corporation shall neglect or refuse to pay the tax such company shall forfeit to the State an additional amount of 10 per cent. as penalty or damages to be added to the taxes levied and unpaid.

#### **V. CRIMES AND PENALTIES.**

Wilfully cutting down any trees is a misdemeanor subject to imprisonment for a term not exceeding three years or a fine not exceeding \$100, or both.

Any unlawful or intentional injury or destruction of any poles or fixtures connected with the operation of any telegraph line is a misdemeanor and punishable by a fine not exceeding \$500 or imprisonment not exceeding one year, or both.

Any person connected with a telegraph or telephone company divulging the contents of any message or failing to transmit or deliver the same wilfully, is guilty of a misdemeanor, and shall be imprisoned by not more than three months and a fine not exceeding \$500, or both.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The General Assembly shall meet every second year.

The Secretary of State shall keep two dockets known as legislative counsel and legislative agents, and every person who employs

or agrees to employ any other to act as counsel or agent to promote or oppose any legislation shall within one week of the date of such employment cause the name of the person so employed to be entered upon either of such dockets, and upon the termination of such employment, that fact may be also entered upon such docket, and no person shall appear as counsel before either branch of the General Assembly or before any committee thereof unless registered, nor shall any legislative agent be employed unless his name is registered.

The General Assembly may regulate the employment of such counsel and agents and if the person is disbarred from employment as such agent his name shall be stricken from the list and shall not be again placed thereon within the period of three years.

Within thirty days of the adjournment of the General Assembly each person whose name appears upon such document for the previous two years as an employer of such counsel or agent shall render to the Secretary of State a verified statement of all expenses paid or incurred in connection with such employment of such counsel or agent in connection with promoting or opposing the passage or defeat of any legislation.

Legislative counsel or agent shall, within ten days after their names are entered upon the docket, file with the Secretary of State a written authorization to act as such counsel or agent signed by the person for whom they claim to act.

Whenever the Governor shall have reason to believe that, in connection with the passage of any bill, improper expenses have been paid he may require any or all legislative counsel or agents and their employers to render him a verified and full and complete and detailed verified statement of all expenses incurred or paid by them or either of them as aforesaid.

Any persons violating the provisions of this act are guilty of a misdemeanor and subject to a fine of not more than \$1,000, and any counsel or agent shall also be disbarred from acting as such for a period of three years from the date of such conviction.

This act does not affect the employment by any municipality of its solicitor to represent it before the General Assembly or any of its committees.

**MASSACHUSETTS.**

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**I. CONSTITUTION.**

Whenever the public exigencies require that the property of any individual shall be appropriated to public use, he shall receive a reasonable compensation therefor. The General Court has power to erect and constitute municipalities or city governments and to grant to the inhabitants thereof such powers and immunities as the General Court shall deem necessary for the regulation and government thereof.

**II. CORPORATIONS.**

Three or more persons may form a corporation for any lawful business, who shall associate themselves by an agreement in writing which shall state its name, place at which it shall be established and the purposes for which formed. The subscribers shall hold the franchise until the organization has been completed, which, when done by the meeting of the subscribers, the president and majority of directors, shall make a certificate of organization, which shall be submitted to the Commissioner of Corporations, who, if the proceedings preliminary to the establishment of such corporation have been complied with, shall issue certificate of approval, which shall then be filed in the office of the Secretary of the Commonwealth, who shall record the same and issue a certificate of such incorporation.

No domestic telegraph or telephone company shall declare any stock or script dividend or divide the proceeds of the sale of stock or script among its shareholders, nor shall such company issue any shares of stock to any person unless the par value of the shares so issued is first paid in cash to its treasurer, and any directors who issue the same in violation thereof is liable to a penalty of \$1,000 each.

Corporations established for and engaged in the business of transmitting intelligence by electricity shall issue only such amount of stocks and bonds as the Commissioner of Corporations

may from time to time determine is reasonably necessary for the purpose for which such issue of stock or bonds has been authorized.

A corporation established and engaged in the business of transmitting intelligence by electricity, if it increases its capital stock the new shares necessary to compose the increased capital which is authorized shall be offered proportionately to the stockholders at not less than market value thereof at the time of increasing, to be determined by the Commissioner of Corporations, taking into account previous sales of stock of the corporation and other conditions, and if such commissioners shall determine in favor of such increase and shall determine the market value thereof, the directors shall notify in writing each stockholder and fixing a time not less than fifteen days within which he may subscribe for the additional stock, and if the increase in the capital does not exceed 4 per cent. of the existing capital stock the directors may, after the expiration of such time, sell such stock by auction to the highest bidder at not less than par value and for cash, which sale shall be held in the city of Boston and such other city as may be prescribed by the Commissioner. Franchise of any company which is authorized to receive toll and all the rights and privileges thereof shall be liable to attachment and sale under execution or warrant of distrain and sold by public auction. A corporation may by a vote of its general stockholders issue employees' stock, to be held only by the employees of such company, the par value of which shall be \$10, and the purchaser thereof may pay for it by monthly installments of \$1 each, and the total amount of such stock at any time outstanding shall not exceed two-fifths of the actual capital paid in as both the general and employees' stock. Every corporation, except banking and railway companies and trust companies, shall annually file in the office of the Secretary of the Commonwealth a certificate verified by the treasurer and the majority of the directors, stating the amount of capital stock and the amount thereof paid in, the name of each shareholder, the number of shares and the assets and liabilities of the corporation, which certificate shall be accompanied by a verified statement of an auditor employed by a committee of three stockholders, who are not directors, stating that such certificate states the

true condition of the affairs of such corporation as disclosed by the books of such corporation at the time of making the audit.

Corporations failing for two successive years to make such certificate may be dissolved.

If a corporation which has a franchise in and the use of public streets of a city or town for the maintenance of communication by wire or otherwise holds for a longer period than six months money which is collected in advance from its customers to guarantee it against loss of charges or tolls, it shall pay annually upon such guarantee, interest at the rate of 4 per cent. per annum to the depositors, which shall be applied to the payment of charges and tolls by such depositors.

*Foreign Corporations.*

Every foreign corporation which has a place of business in the Commonwealth shall, before doing business, appoint the Commissioner of Corporations its agent upon whom all lawful process may be served, and agree in such writing that any process against it served on such Commissioner shall be of the same legal force and validity as if served on it. This Commissioner, when served with process, shall immediately give notice to the foreign corporation of such service, and shall forward a copy of the process served upon him to such corporation or its managers.

Every foreign corporation, except insurance corporations, before transacting business in the Commonwealth shall file with the Commissioner of Corporations a copy of its certificate of incorporation and shall make a statement of the amount of its capital stock, and the amount paid in thereon to its treasurer, and if any payment has been made otherwise than in money the balance of such payment. Foreign corporations may be sued and their property within the Commonwealth is liable to attachment. Each foreign corporation shall annually file in the office of the Secretary of the Commonwealth a verified certificate stating the amount of its capital stock, the amount that is paid in and the assets and liabilities of the company, which certificate shall be accompanied by a verified statement made by the Auditor. The penalty for failure to so file such certificate is a forfeiture of not more than \$10 for each day during which such omission continues, and an injunction may issue restraining such corporation from further transacting its business within the Commonwealth.



### III. TELEGRAPH AND TELEPHONE COMPANIES.

A company incorporated for the transmission of intelligence by electricity or by telephone, whether by electricity or otherwise, may construct its lines along the public ways and waters within the Commonwealth by the erection of poles and fixtures except bridges, but shall not incommode public use of the highways or endanger or interrupt navigation.

The mayor and aldermen of a city, the selectmen of a town, through which the lines of a company is to pass shall give it a writing specifying where the poles may be located, their kind and height and the place where the wires may be run for the transmission. Application shall be made by petition and on which a public hearing shall be held, and after the erection of the lines any alteration in location or erection may be directed after notice and opportunity to be heard by the company.

The owner of land which abuts upon a public highway along which telegraph or telephone lines are constructed, whose property is injured or its value diminished by the occupation of the ground or air or otherwise by such construction, whether such owner is also the owner of a fee in such way or not, may within three months after such construction, erection and alteration apply to the mayor and aldermen of the city or the selectmen of the town in which such land is situated to assess and appraise his damages; and if such damages as may be assessed or the amount of a final judgment therefor, upon an appeal, be not paid within thirty days after demand, upon request of such owner the mayor, aldermen or selectmen may remove such poles, wires or fixtures from that portion of the public way upon which the land of the person abuts, first leaving a written statement in the office of such company in such city or town of the time when and place where they intend to remove such poles, wires and structures and not less than forty-eight hours prior to such removal.

Damages shall be paid for the taking of property by the right of eminent domain.

A telegraph or telephone company shall not commence the construction of its line until three-fourths of its capital stock has been unconditionally subscribed for, at least one-half paid in in cash, and within ten days after commencement of construction

the directors shall file a statement of such subscription and payment in the office of the Secretary of the Commonwealth, and such companies shall at no time contract or owe debts to a larger amount than one-half of its capital stock actually paid in.

A telegraph company shall receive dispatches from and for other telegraph companies and from and for any individual, and upon payment of the usual charges for transmission shall transmit them faithfully and impartially, and such company shall be liable for damages to the amount of \$100 and costs caused by its negligence or that of its agents in the transmission, receipt or delivery of telegraphic messages, but claim for damages shall be presented within sixty days after the right of action accrues.

A person or corporation owning, controlling and operating a telephone exchange or service in the Commonwealth shall, upon application of a telegraph company, furnish such company with the use of a telephone and telephone service and connection with their respective exchanges, with subscribers thereto and with such telephone service without discrimination as to such connection, service or use of instruments furnished or charged therefor for the same class of service, and such telephone company shall upon application of an individual or corporation and the tender of the usual rental charges shall without discrimination furnish such individual or corporation with the use of its telephone and telegraph service in connection with their respective exchanges, and the subscribers thereto, if the applicant secures the rights necessary to make connection, apply for and pay to the telephone company, in advance, an amount sufficient to cover the actual costs of the extension if said extension is more than one mile from any main exchange circuit of the said telephone company.

Telephone companies shall be liable in damages to a person injured in his property or personally by the wires, poles and apparatus of such company, and if they are erected upon a public way the city or town shall not, by reason of anything herein contained, be discharged from this liability to all damages and costs recovered against it on account of such injury, and shall be reimbursed by the company which owns the poles, wires or other apparatus.

A person or corporation owning or operating a line of wires over or under streets or buildings in a city or town shall use only

strong and proper wires sufficiently insulated and shall remove wires the use of which is abandoned, and shall in city lines place at the point of support a tag or mark designating the owner or user of such wire or cable.

A city shall, by ordinance, provide for the appointment of an inspector of wires and any town may at the annual meeting instruct its selectmen to appoint such inspector, who shall inspect every wire in such city or town and shall notify the owner or operator whenever the same becomes imperfect or unsafe, and shall at the expense of the city or town remove every wire the use of which has been abandoned and every wire not marked or tagged as herein required, which amount is recoverable in an action of contract from the person or corporation owning the wires so removed.

All poles used for the transmission of electricity must be insulated so as to protect employees or other persons from accident, and the inspector of wires shall be the sole judge of what constitutes proper insulation, and the penalty for failure to comply herewith is a punishment of not exceeding \$100 for every pole left uninsulated for a reasonable time after a request by inspector.

Any person who affixes telephone or telegraph wires to the property of another without first obtaining the consent of the owner or his agent shall on complaint be punished by a fine of not more than \$100.

All poles or structures of telephone or telegraph companies shall be legibly marked with the name of the corporation or person owning or maintaining the wires.

Every telegraph company shall annually file with the Secretary of the Commonwealth a certificate specifying the location of its line, its name, the capital actually paid in, manner of investment thereof, annual receipts, expenditures, real estate and its value, cash on hand, credit on books, accounts and the amount of its indebtedness.

No easement is obtained by the occupation for any length of time of any property by the privilege of having or maintaining poles, wires or apparatus upon, for, or attached to any building or land, nor shall any presumption of a grant be raised thereby.

Unlawful and intentional injury or destruction of any line or wires, or poles, or fixtures, is a crime punishable by a fine of not

exceeding \$50 or by imprisonment for not more than two years except that in order to remove a building or for any necessary purpose wires may be cut, discontinued and temporarily removed, exercising reasonable care, if a written notification is left with such company at its office nearest to said place specifying the crossings of the streets or highways from whence the wires are desired to be removed.

A railroad company may hold stock in a telegraph company whose telegraph connects two or more places on the railroad to an amount not exceeding \$200 for each mile of railroad so connected.

The Massachusetts Highway Commission shall have general supervision of companies transmitting intelligence by electricity.

Upon written complaint relative to the service or charge therefor rendered or made by any company, signed by the mayor or selectmen of the town or by twenty customers of the company, a public hearing shall be had after notice to the company and such recommendations made as the Commission shall deem just and proper concerning the reduction, modification or continuance of the charges for the service. Each such company shall make return annually to the Commission showing a statement of its business, its receipts and expenditures within the Commonwealth during the year, dividends paid out and declared, the amount of its capital and its indebtedness and financial condition. For a failure to make such return the penalty is not exceeding \$15 per day as a forfeiture.

Every company engaged in the transmission of intelligence by electricity shall keep its books and accounts covering the business done within the Commonwealth in a form approved by the said Commission.

#### IV. TAXATION.

Underground conduits, wires and pipes laid in public streets by any corporation except street railway companies shall be assessed to the owners thereof in the cities and towns in which they are laid.

The assessors shall annually return to the Tax Commissioners the names of all corporations established in their respective cities

and towns or owning real estate therein showing in detail the works, structures, real estate and machinery situate in such town owned by each corporation with the value thereof, and the amount by which the same is assessed therein for the then current year, and shall also make return to the Tax Commissioners and the amount of taxes levied within such city or town for the then current year for such county and town purposes, and shall also return to the said Tax Commissioner the names of all foreign corporations which have a usual place of business therein.

The Tax Commissioner shall annually forward to the local assessors a list of all corporations organized under the laws of the Commonwealth known to him to be liable to taxation on their corporate franchises or property and such other information as in his judgment will assist them in the assessment of taxes.

Every corporation shall annually make return to the Tax Commissioner a complete list of its shareholders, their residences and the number of shares belonging to each; the amount of the capital stock, its place of business, the par and market value of the shares, and if such stock is held as collateral security; such return shall state the name and residence of the pledger and of the pledgee, and such statement shall give the detail of the underground conduits, wires and pipes, and of the works, structures, real estate and machinery by it owned subject to local taxation, and the location and value thereof, and in the case of telegraph companies, the whole length of their lines and so much of the length thereof as is without the Commonwealth, and telephone companies owning, selling or licensing others to use telephone or other apparatus wholly or partially within the Commonwealth, and all companies incorporated for the purpose of establishing, owning or licensing others to use such telephones and apparatus, but having no use within it of any of their lines of telephone shall make return in order that the Tax Commissioner may ascertain the following authorized deductions and all domestic corporations shall make returns specifying the amount and market value of all stock in other corporations held by them upon which a tax has been assessed and actually paid, either in this or any other State for the year preceding such return.

The Tax Commissioner shall ascertain the true market value of the shares of each corporation and shall estimate from the

returns or otherwise a fair cash value of all the shares constituting its capital stock from such value in the case of a telegraph company there shall be deducted so much of the value of its capital stock as is proportional to the length of that part of its line, if any line outside the Commonwealth, and also the value of its real estate, machinery and underground conduits, wires and pipes subject to local tax within the Commonwealth, and in case of a domestic telephone company there shall be deducted the amount and market value of all stocks in other corporations held by it upon which a tax has been paid in this or other states for the twelve months last preceding date of their return to the Tax Commissioner, and in case of a foreign telephone company so much of the value of its capital stock as is proportional to the number of telephones used or controlled by it under any letters patent owned or controlled by it outside of the Commonwealth, and in case of either a domestic or foreign telephone company, also the value of its real estate, machinery and underground conduits, wires and pipes subject to local taxation within the Commonwealth.

Each corporation shall annually pay a tax upon its franchise after making the foregoing deductions at a rate equal to the average rates for three years preceding that in which such assessment is laid, the annual rate to be determined by an apportionment of the whole amount of money to be raised by taxation upon property in the Commonwealth during the same year as returned by the assessors of the several cities and towns upon the aggregate valuation of all cities and towns for the preceding year, and the amount of poll tax shall be deducted from the whole amount to be raised by taxation in ascertaining the amount to be raised upon the property. Every foreign telegraph company shall make the returns required as above except the list of its shareholders, and shall annually pay a tax at the rate to be determined as above provided, and all telegraph lines within the Commonwealth controlled and used by such corporation or association shall for the purposes of taxation be deemed to be a part of its own lines.

The penalty for neglect to make the returns and statements above required and neglect or refusal to submit to examination is punishable by a forfeiture of a sum not exceeding 2 per cent. upon the par value of its capital stock, to be recovered in an action

in the name of the Commonwealth, and in the event that the corporation neglect to pay these taxes, there shall be paid thereon interest at the rate of 6 per cent. per annum from the time that the taxes were payable until they are paid, if payment is made before the commencement of proceedings for its recovery, and 12 per cent. if made after the commencement of such proceedings, and such taxes may be collected in an action as of contract brought in the name of the Commonwealth, and the lessees of the works, structures, real estate or machinery of any corporation taxed hereunder shall also be liable for the payment of its tax, and upon payment being made by such lessee in the absence of a contrary agreement may retain said tax out of the rent of the property or recover it in an action against the lessee.

No taxes shall be assessed in a city or town for said county or town purposes upon the shares of capital stock of companies for any year for which they pay to the Receiver-General of the State a tax on their corporate franchises. Any foreign corporation which shall for sixty days neglect or refuse to pay a tax lawfully assessed may be restrained from doing business in the Commonwealth until the tax is paid.

A town may construct telegraph lines for its own use upon, along and under the public highways within its limits, and the selectmen thereof may, upon terms and conditions prescribed by them, authorize a person to construct lines for private use upon, along and under the public highways of the town for the transmission of electricity or otherwise of intelligence by telegraph or telephone.

Upon the construction of the line the poles and structures thereof within the location of such highways shall become the property of the town, and the selectmen may regulate and control the same and may require alterations in location of construction thereof, and may at any time attach wires for its own use to such poles and structures, and may permit other persons to attach wires for their private use thereto, and may prescribe reasonable terms and conditions therefore, and may within their respective towns permit telegraph and telephone lines to be laid in any highway or public places, and may make reasonable regulations for the arrangement and maintenance of all lines for transmission of intelligence by telegraph, telephone, electricity or otherwise.

The city council may reserve spaces between side lines of any highway or street for electric wires and the aldermen in cities or selectmen in towns may cause the removal from public highways or streets of unused wires and appliances at the expense of the owner thereof.

The laying of pipes and the erection of poles or wires shall not be done upon the said highway without the written permit of the Highway Commission.

#### **V. CRIMES AND PENALTIES.**

No corporation carrying on the telephone or telegraph business or any company having the right to condemn land or to exercise franchise in public ways by the Commonwealth or by any county, city or town in any proceeding owning or holding the majority of stock of such a corporation shall make or pay any political contribution, and if they do or violate this act it shall be punished by a fine of not exceeding \$10,000, and any officer violating any provision of the act or authorizes and approves of the act shall be punishable by a fine of not exceeding \$10,000 or by imprisonment of not exceeding one year.

Every telegraph and telephone company shall pay weekly each employee engaged in his or its business the wages earned by him to within six days of the date of such payments, but any employee leaving his or her employment or being discharged therefrom shall be paid in full on the following regular pay day. No employer shall require as a condition of employment that any employee shall assent to any plan of compensation or in anyway waive his legal right to recover damages for an injury outside the provisions of such plan, and no person or company shall require an employee to engage in any lawful occupation or in the work of any industrial process or in the work of transportation or communication on the Lord's day or usual work of his occupation unless such employee is allowed during the six days next ensuing twenty-four consecutive hours without labor.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

Contracts in restraint of trade or one that whereby competition may be restrained or prevented or for the purpose of creating or



maintaining a monopoly is declared to be against public policy and illegal and void, and an action may be taken by the Attorney-General or a district attorney in the name of the Commonwealth against any person or against any corporation to restrain the doing in the Commonwealth of any act forbidden or declared to be illegal or any act in trade or for the making or consumption of any contract, agreement or combination prohibited, wherever the same may have been made, and no person shall be excused in such action from answering any question that may be put to him or from producing any telegrams or documents on the ground that the testimony or evidence, documentary or otherwise, required from him, may tend to incriminate him, but no person shall be prosecuted in any criminal action or proceeding, or be subjected to any penalty or forfeiture for or on account of any transaction concerning which he may testify or produce evidence documentary or otherwise in any such action.

#### VII. LEGISLATURE.

The General Court shall assemble every year.

The names of legislative counsel and agents employed or a person employing such counsel or agent shall cause his or her name to be entered upon a docket and the termination of such employment may also be entered thereon. These dockets shall be prepared and kept by the sergeant-at-arms of the General Court and under or opposite the name of such agent or counsel shall be made entries stating the special employment or specifically referring to the petition, bill or other subject of legislation to which it refers and to which or for which such agent or counsel is employed.

No compensation to a legislative counsel or agent shall be contingent upon the action of the General Court or of either branch thereof or of a committee thereof, and within ten days after entering his name upon the docket each counsel or agent shall file with the sergeant-at-arms a written authorization to so act, signed by the person, corporation or association for whom or for which he presumes to act, and upon failure so to do shall be punished by a fine not to exceed \$1,000 and shall be declared by the court trying the case to be disqualified for acting as such

counsel or agent for three years or by both fine and disqualification, and such person so disbarred shall not be employed as legislative counsel or agent within three years after his disbarment.

Within thirty days after the prorogation of the General Court each employer of such legislative counsel or agent shall file with the Secretary of the Commonwealth a detailed statement under oath of all expenses incurred or paid in connection with the employment of such counsel or agent or for promoting or opposing legislation, and for a violation of the foregoing the punishment shall be a fine of not exceeding \$1,000, and the person acting as such counsel or agent shall be disbarred from acting as such counsel for three years from the date of conviction.

## MICHIGAN.

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### I. CONSTITUTION.

Corporations shall not be created by special act, except for municipal purposes, and the stockholders of corporations shall be individually liable for all labor performed for such corporation or association.

The property of no person shall be taken by any corporation for public use without compensation being first made or secured.

No corporation, except for municipal purposes or for the construction of railroads, highways and canals, shall be created for longer time than thirty years.

No corporation shall hold any real estate hereafter acquired for a longer period than ten years except such real estate as may actually be needed by such corporation in the exercise of its franchises.

The credit of the State shall not be granted to or in aid of any person, association or corporation nor shall the State subscribe to or be interested in the stock of any company or corporation.

The State shall not be a party to nor interested in any work of internal improvement nor engage in carrying on any such work except in the improvement or aiding in the improvement of the public wagon roads and in the expenditure of grants to the State of land or other property.

### II. CORPORATIONS.

It shall be the duty of all telegraph companies, domestic or foreign, doing business in the State, to receive despatches from and for other telegraph lines and from or for any individual, and on payment of their usual charges for transmitting messages shall transmit the same with impartiality and good faith, and such company shall be liable for any mistake, error or delay in the transmission, delivery or non-delivery of any repeated or non-repeated message in damages to the amount which any person may sustain by reason of any mistake or delay due to negligence of the company to be recovered with costs in an action by the person

sustaining the damage. Such companies shall transmit the despatches in the order in which they are received.

Any person is authorized to construct and maintain lines of telegraph with fixtures from point to point upon and along any of the public highways or railroads and across the waters within the limits of the State and upon any of the public lands of the State or the lands of any individual, the owner of the land or the railroad corporation on whose right of way the lines may be constructed having first given consent; the same shall not be so constructed as to incommode the public, and provided further, that in clearing a right of way over and upon any of the public lands no white or yellow pine tree suitable for timber shall be cut down or injured.

Any person who wilfully or knowingly injures or destroys any of such line shall be guilty of a misdemeanor and be punished by a fine or imprisonment or both.

Any five or more persons can form an association for the construction of lines of telegraph and are subject to and entitled to the benefits and liabilities regulating corporations.

Any number of persons may associate for the purpose of constructing a line of telegraph through the State, or from and to any point within the State, and they shall make a certificate of organization, which certificate shall be recorded in the office of the clerk of the county where such association may be established and a copy thereof filed with the Secretary of State.

Such association shall have power to purchase, receive, hold and convey such real estate only as may be necessary for the transaction of its business, but it cannot hold any real estate except such as shall be actually occupied by it in the exercise of its franchises. Such association is authorized to enter upon, construct and maintain telegraph lines upon the public roads or across or under any of the waters within the State. If any person over or through whose lands such lines shall pass feel himself aggrieved application can be made to the Circuit Court of the county and an appraisal be made of the damage done to him.

Any person who unlawfully injures or destroys any of the lines or material or property or poles shall be deemed guilty of a misdemeanor and be punished by a fine not exceeding \$500 or imprisonment not to exceed one year or both.

The stockholders of every association shall be jointly and severally individually liable for the payment of all debts and demands for labor performed and materials furnished for such association which shall be contracted or which shall be or shall become due during the time of their holding such stock. Service of legal process may be made on the president or secretary or one of the directors, if found in the county, and in case they cannot be so found may be made, leaving a copy of such process at the business office of said company in some conspicuous place. The owner or association owning any telegraph line shall receive despatches from and for other lines, and from and for any individual, and on the payment of the usual charges for transmitting despatches, transmit the same with impartiality in good faith, under the penalty of \$100 for every neglect or refusal so to do, to be recovered with costs in the name and for the benefit of such persons sending or desiring to send such despatches, and all despatches shall be transmitted in the order in which they are received under like penalty. No person connected with any telegraph company shall divulge the nature of the contents of any private communication entrusted for transmission or delivery.

Three or more persons may organize a corporation for telegraph companies and shall make a certificate stating the name, place of principal business, term of existence, which shall not exceed thirty years, capital stock, number of directors, and such corporation shall record the articles of incorporation in the county clerk's office of the county in which the principal business office is located, and file a copy with the Secretary of State.

Every such corporation shall have power to construct and maintain telegraph lines over the public places and highways and to cross waters of the State with all fixtures, provided that they shall not interfere with other public uses; and shall also have power to construct and maintain instruments and facilities for use in the transmission of messages and telephone exchanges and stations; and also be authorized to do the business of furnishing messenger service in cities or towns; and it shall be lawful for such corporation to purchase and hold a portion of the stock of any corporation owning or controlling by patent or otherwise the use of any instruments or device necessary or convenient for use in the trans-

mission or reception of telephonic messages and also to purchase and hold all real estate necessary to carry out the purposes of its organization.

Service of legal process may be made upon any officer found within the county, or by leaving a copy of such process at any exchange or business office of such corporation within the county in which the action is commenced, with a person in charge thereof.

The penalty for injury to wires and property of such company is a fine not exceeding \$100 or imprisonment not exceeding three months or both. The stockholders are liable individually for all labor performed and materials furnished during the time they were stockholders.

It is the duty of every telephone company to receive and transmit without discrimination messages from and for any other company or person upon payment or tender of the usual or customary charges therefor, and upon payment or tender of the usual or customary charges or customary rental, it shall be the duty of every such company or person engaged in such business to furnish without unreasonable delay and without discrimination or other additional charge to the applicant a telephone with all proper or necessary fixtures and the use of such telephone wires and fixtures as well as connections with the central office or exchange if desired, and shall connect the telephone of such person, firm or corporation with the telephone of any other person, firm or corporation having connection with the same or a connecting exchange or central office whenever requested so to do without regard to the character of the message to be transmitted, and for neglect or refusal so to do it shall forfeit all right to transact a telephone business in the State and may be enjoined therefrom by bill of complaint filed in any court of competent jurisdiction by any person or corporation injured or denied any of the rights hereby given and shall forfeit not less than \$25 or more than \$100 for each and every day such neglect or refusal shall continue.

Wires shall not be strung over the tracks of any railroad company except at the places and in the manner approved by the Commissioners of Railroads.

### III. TAXATION.

The officers of a telegraph or telephone company shall furnish the Auditor-General annually a statement showing the number of miles owned, operated or leased within the State, separately showing the leased lines, the total number of miles in each line or division with the number of separate wires; cities and counties through which the same is carried and in which the business is conducted, the total number of stations of each line, and the number of instruments in use, the average number of poles per mile and the number of poles per mile of wire used for each telegraph or telephone exchange or line and the amount of the gross receipts of their current business. Taxes shall be levied at 3 per cent. upon the gross receipts derived from business within the State of a telegraph or telephone company, which taxes shall be in lieu of all other taxes upon property and business of the company except real estate not actually occupied in the exercise of its franchise and not necessary in the proper operation of its business, such real estate so excepted shall be liable to taxation as is other real estate in the several townships and municipalities where the same is situate. The State shall have a lien upon all telegraph and telephone companies and their appurtenances and stock therein for all penalties, taxes and duties which may accrue to the State, which lien shall take precedence over all duties, judgments, assignments or decrees against such companies.

Every city shall have the power to pass ordinances, but no exclusive rights shall be granted to any person or any corporation, and no franchise shall be granted for the use or occupation of any street for any purpose except by a two-third vote of all the aldermen, nor shall any franchise be granted for a period exceeding thirty years, and the city shall have the right to regulate the use of its highways and the use or placing of signs, telegraph, telephone or electric light poles and wires in or over the streets.

### IV. CRIMES AND PENALTIES.

Divulging the contents of any message or delaying the transmission or delivery of the same with a view to injuring, deceiving or defrauding is a misdemeanor and shall be punished by imprisonment for a term of not more than three months or a fine of

not more than \$100. It is unlawful to cut, tap or make connection in any unauthorized manner with telephone or telegraph lines, and the penalty therefore is a fine of not more than \$500 and imprisonment for not more than two years or both.

Ten hours shall constitute a legal day's work which provision, however, shall not apply to domestic or farm laborers, and any person performing any labor or services in connection with the cutting, hauling or rafting of any poles or telegraph poles or hauling any manufactured forest products shall have a lien for the amount due for such labor or services, which shall take precedence over all other claims or liens thereon.

#### **V. LIMITATIONS OF TRADE AND COMMERCE.**

All contracts or agreements entered into which shall have for their purpose or intent, to limit, control or restrict or regulate the amount of production or quantity of any article to be raised or produced, all mining, manufacturing, agriculture or any other branches of business or labor or to enhance, control or regulate the market price or to prevent or restrict from competition, shall be void and illegal, and shall constitute an inimical conspiracy, and every person entering into such conspiracy shall be deemed a party to such conspiracy and all parties so being shall be punished by a fine of not less than \$50 or more than \$300, and by imprisonment not more than six months or both, and every such contract declared void and illegal shall be called void and illegal whether made and entered into within or without the State. The carrying into effect of such unlawful agreement is a misdemeanor and on conviction the offender shall be punished by imprisonment of not more than one year and by a fine of not more than \$500 or both, and any domestic corporation entering into such agreement shall forfeit its charter and all rights of franchise. Provided, however, the foregoing shall not apply to agricultural products or live stock while in the hands of the producer or raiser nor to the service of laborers or artisans who are formed into societies or organizations for the benefit and protection of their members. Every foreign corporation exercising the powers or functions of a corporation in the State violating any of the provisions of this act are prohibited from doing any business in the



State, and the Secretary of State is authorized to revoke the certificate permitting it so to do. All contracts or agreements in violation of these provisions are void and not enforceable in law or in equity, nor shall it be lawful for any person to issue or own trust certificates or for any person or corporation or officer or employee to enter into any combination or agreement which shall place the management or control thereof or the manufactured product in the hands of any trustee with intent to limit or fix the price or lessen the production and sale of any article of commerce or diminish or restrict the output thereof, and any person who shall be injured in his business or property thereby may sue in the court having jurisdiction, and recover two-fold the damage by him sustained.

#### **VI. LEGISLATION.**

The Legislature shall meet every second year.

## MINNESOTA.

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### I. CONSTITUTION.

No corporation shall be formed under special act except for municipal purposes.

The credit of the State shall never be given or loaned in aid of any individual or corporation.

Private property shall not be taken or damaged for public use without just compensation.

### II. CORPORATIONS.

Corporations may be organized for the construction or maintenance of telegraph and telephone lines, but they shall not construct or operate any such way or other conduit in any public street or public ground of city or village without first obtaining and compensating such village for a franchise conferring such right.

Every such corporation may acquire such private property as may be necessary for the transaction of the public business for which it was formed.

The council of any city or village at the end of any period of five years from the granting of franchise for the operation of any telephone line when authorized so to do by a two-thirds majority of the votes cast upon the question, may acquire and thereafter operate the same upon paying to the corporation or person owning the franchise the valuation of such property to be ascertained in the manner provided by law for acquiring property under the right of eminent domain. Such vote shall be taken at a special election for that purpose called and held within three months next preceding the expiration of said five-year period, and the consideration for such property shall be first applied to the payment of any encumbrances therein and the remainder, if any, shall be paid to the owner of such franchise.

Three or more persons may form a corporation and shall file a certificate with the Secretary of State who shall record the same, and thereafter such certificate shall be filed for record with the

county register of deeds where the principal place of business is located, and thereafter such certificate of incorporation shall be published in a newspaper in the county for two weeks, and upon filing proof of such publication with the Secretary of State its corporate organization shall be complete. Every corporation other than a railroad corporation shall be formed for a period not exceeding thirty years, which may be renewed from time to time for a further term not exceeding thirty years.

Every domestic corporation may establish an office, conduct business in any other State or country provided that an office in charge of some person upon whom legal process may be served is always in this State.

#### **FOREIGN CORPORATIONS.**

Foreign corporations shall have and maintain a public office or place in the State for transaction of business and shall appoint a person upon whom service of protest can be made which shall be filed with the Secretary of State and such foreign corporations shall also file with the Secretary of State a copy of its charter or the certificate of articles of incorporation with a certificate showing the proportion of its capital stock, which is represented by its property located and business transacted in the State, and the Secretary of State shall then issue a certificate and the corporation shall enjoy the rights and benefits for a period of thirty years, and may be renewed for a like period by refiling its articles of incorporation.

If such foreign corporation shall neglect or fail so to do it shall be subject to a fine of \$1,000.

#### **III. TELEGRAPH AND TELEPHONE COMPANIES.**

Telegraph and telephone companies may mortgage or execute deeds of trust of the whole or in part of its property and franchise to secure money for the construction and equipment of lines and properties and for other corporate purposes, and may issue corporate bonds secured by such mortgages, which mortgages shall be recorded with the Secretary of State and also in the office of the county register of deeds through which the line passes or in which it may hold land.

Any public service corporation shall have the right to obtain condemnation under the right of eminent domain any land or right over the same necessary for the convenient prosecution of its enterprises, and telegraph or telephone companies may in the same manner acquire the right to construct its lines along and upon the right of way and lands of any railroad company upon making just compensation therefor. But said lines shall be located so as not to interfere with the usual operation of such railroad, and such telegraph and telephone companies may use the public roads for the purposes of constructing, operating and maintaining lines for conduits which, however, shall be located so as not in any way to interfere with the safety and convenience of ordinary travel, and which construction and maintenance shall be subject to all reasonable regulations imposed by the governing body of any town, village or city in which such public road may be.

Telegraph companies are common carriers and shall serve all persons without discrimination or preference for reasonable compensation, and every contract, notice or condition stipulated for exemption from liability for the consequence of their neglect shall be void. Where the party to whom a message is addressed resides or does business within the corporate limits of any city or village where a telegraph office is situated such message shall be delivered promptly at his place of residence or business, otherwise he shall be notified by the first mail where such message can be found, and messages delivered for transmission must be transmitted in the order in which they are received, and if they shall neglect so to do within a reasonable time or to exercise due diligence so to do, such companies shall be liable in civil action at the suit of the person injured for all damages sustained by reason of such neglect or omission. The company delivering the message shall state plainly therein the exact time at which it was received at the original point for transmission.

Any persons, co-partnerships and association may construct, maintain and operate telephone and telegraph lines and shall possess and have the same powers, rights and privileges in relation thereto as corporations.

If any labor, material or machinery is used for the construction or alteration or repair of any telegraph or telephone line the

person performing the labor or furnishing the material shall have a lien upon the line so improved and upon all the rights, privileges and franchises of the owner thereof, and which lien as given shall attach and take effect from the time that the first lot of labor or material is furnished for the beginning of the improvement, and shall be preferred to any mortgage or other encumbrance not then on record, unless the lien holder had actual notice thereof against a *bona fide* purchaser, mortgagee or encumberancer without notice, however, no lien shall attach prior to the actual and visible beginning of the improvement on the ground, but any person having a contract for the furnishing of labor, material or machinery for such improvement may file for record with the register of deeds of the county within which the premises are situate a statement of the nature of such contract, which statement shall be notice of his lien for the contract price or valuations of all contribution to such improvement thereof made by him or at his instance, which lien, however, shall cease at the end of ninety days unless within ninety days after the doing of the last work or furnishing the last item of material, unless within such time a statement of the claim is filed for record with the county register of deeds of the county in which the improved premises are situate.

All acting telegraph operators are exempt from jury service.

Every telephone company's station must bear as its name the name of the city or village in which such station is located, and every telegraph company is prohibited from using as a name for its station one other than that of the city or village within which such station is located or which is in use by the local government post office, and upon failure so to do such telegraph company shall forfeit to the city or village where such station is located the sum of \$100 for each such day's failure shall continue.

#### IV. TAXATION.

There shall be formed a State Board of Equalization and annually each telegraph company shall file with the State Auditor a statement showing the total number of miles owned, operated or leased within the State with a separate showing of the number leased, the number of telegraph stations of each line and the

number of instruments in use with the total number of stations mentioned. The number in each separate line or division thereof with the number of separate wires thereof and the counties through which the same are carried and the average number of telegraph poles per mile used in the erection and maintenance of such lines. The Board of Equalization shall assess such telegraph lines at the true cash value thereof and shall determine the rate of tax to be levied and collected upon such assessment which shall not exceed the average rate of taxes, municipal, general and local, levied throughout the State, and such tax shall be in lieu of all other taxes, State and local, and shall be payable into the State treasury.

Every telephone line shall pay into the State treasury annually 3 per cent. of its gross earnings derived from business in the State which shall be in lieu of all other taxes and assessments whatsoever upon such company and its capital stock. For the purpose of ascertaining the gross earnings the company shall annually furnish an abstract of these accounts to the State Treasurer, and such tax shall be a lien upon all the property and fixtures of such telephone company and shall take precedence of all demands and judgments against it.

#### V. CRIMES AND PENALTIES.

Every person is guilty of a misdemeanor who conspires to prevent another from exercising any lawful trade or calling or from doing any lawful act, committing any act injurious to public health, public morals, trade or commerce, or for the perversion or obstruction of public justice or the due administration of the laws. Any person shall be guilty of a misdemeanor who shall employ or have in his custody for employment any minor under the age of 18 years as a messenger for delivering letters, packages, telegrams or bundles to any known house of prostitution or assignation. It shall be unlawful for any person or corporation or officer thereof to combine to interfere in procuring or in preventing him from procuring employment or procure his discharge by threats or blacklist or prevent or hinder a discharged employe or one who has voluntarily left its employ from obtaining employment elsewhere. Persons shall be guilty of a misdemeanor who wilfully or

maliciously injures or destroys a line of telegraph or telephone or any appurtenances connecting with the working thereof. Each person who shall divulge a telegram or the nature thereof or shall refuse or neglect to transmit or deliver the same or who opens or causes to be opened and read a sealed letter or telegram is guilty of a misdemeanor. A person is guilty of a misdemeanor who wilfully destroys, displaces or grounds or in any way interferes with any pole or wire or underground conduit, subway, cable or any electrical apparatus used in the construction or operation of any electric or telephone plant, line or system. It is unlawful for any corporation to make a contribution from corporate funds to any political committee or to any person for the purpose of carrying on any political campaign for the nomination or election of any person whatever.

A State Board of Electricity is formed consisting of five members and each person not a licensed or registered electrician shall apply to the board for a license, and such applicant shall be examined, and if found proficient and reasonably versed in the laws of electricity the board shall issue him a license good for two years.

Employees of interstate telegraph or telephone companies shall not be required to hold licenses. Every master electrician before receiving such license shall give bond to the State in \$5,000 conditioned for the faithful performance of all work entered upon or contracted for by him, and an action may be maintained on such bond by any person injured or damaged through want of skill or the use of unsuitable or improper material in the performance of any work contracted for or undertaken by said master electrician or his servant or employees. There shall be three classes known as master, journeymen and special electricians.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No person or association of persons shall enter any pool, trust, agreement or combination whatsoever with any other persons or association, corporate or otherwise, in restraint of trade or which tends to in any way or degree to limit, fix, control or regulate the price of any article of trade, manufacture or use bought and sold within the State or which limits or tends to limit the production

of any such article or which prevents or limits competition in the purchase and sale thereof or which tends and is designated so to do, and every person violating any provisions of this section or assisting therein shall be guilty of felony punishable by a fine of no less than \$500 or more than \$5,000 or imprisonment of not less than three or more than five years.

Every domestic corporation violating this provision shall forfeit its corporate franchise, and every foreign corporation on like conduct shall be prohibited thereafter from continuing its business in this State.

#### **VII. LEGISLATURE.**

The Legislature shall meet biennially.



## MISSISSIPPI.

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### I. CONSTITUTION.

No corporation shall be formed under special laws and no charter shall be granted for a longer period than ninety-nine years. No municipality shall become a subscriber to the capital stock of any corporation or make appropriation or loan its credit in aid thereof. The exercise of eminent domain shall never be abridged or so construed as to prevent the Legislature from taking the property and franchise of incorporated companies and subjecting them to public use.

Private property shall not be taken or damaged for public use except on due compensation being first made to the owners thereof, and whenever an attempt is made to take private property for use alleged to be public the question whether the contemplated use be public shall be a judicial question.

The Legislature shall pass laws to prevent abuses, unjust discrimination and extortion in all charges of telegraph and telephone companies, and shall enact laws for the supervision of such companies and other common carriers in the State by commission or otherwise, and shall provide adequate penalties to the extent, if necessary, for that purpose, of forfeiture of their franchises. The Legislature shall enact laws to prevent all trusts, combinations, contracts and agreements inimical to the public welfare.

### II. CORPORATIONS.

The persons desiring to incorporate shall apply to the Secretary of State for application for charter. Such application shall be acknowledged and shall be published for three weeks in a newspaper published at the domicile of the proposed corporation. The Attorney-General shall examine the same, and if he approves, and if the Governor shall thereafter approve, the Secretary of State shall record the charter and certify the same under the seal of the State, and the same shall also be recorded in the office of the clerk of the Chancery Court of the county in which the corporation does business. Every corporation created shall have succession

for the time limited in the charter, but never exceeding fifty years. Every corporation may hold personal property in any amount necessary for its uses and purposes, and every such corporation, except manufacturing corporations, may hold lands necessary for its purposes, to an amount in value not exceeding \$1,000,000.

*Foreign Corporations.*

Foreign corporations may file with the Governor a copy of its charter or of its certificate of incorporation, and if on examination the Attorney-General shall certify his approval and the Governor thereafter approves the same, the Secretary of State shall record the copy in the book in his office and a copy of the charter shall be issued to the corporation, and process may be served upon the Secretary of State and such foreign corporations shall be subject to suit in the State to the same extent as domestic corporations, whether the cause of action is created in this State or not, and process may be served upon any agent of the corporation found within the county where the suit is brought. Any obligation or security of any kind given by any subscriber for stock in any corporation shall not be considered, taken or held as payment of any part of the capital stock of the company. A loan of money shall not be made by a corporation to any stockholder therein. No dividend shall be declared when the company is insolvent or would be rendered insolvent by a withdrawal of the payment of such dividend, and the directors assenting thereto as well as the stockholder who receives shall be jointly and severally liable to the creditors whose debts then existed to the extent of such withdrawal or dividend or interest.

**III. TELEGRAPH AND TELEPHONE COMPANIES.**

All organizations or corporations organized for the purpose of constructing telegraph or telephone lines shall be authorized to construct the same and to set up and erect the poles and fixtures along and across highways, railroads and canals, and through public lands, and the same shall be constructed so as not to be dangerous to persons or property or to interfere with the common use of such highways or when the conveniences of any landowner may be interfered with, and shall be constructed so as to

cross highways at right angles. The boards of supervisors of any county and the authorities of any city or municipality through which any telegraph or telephone line may pass shall have power to regulate within their respective limits the manner in which the same shall be constructed and maintained; and such companies shall be responsible for any damages which any person may sustain by the erection, continuance and use of such line and the fixtures thereof.

Such companies are empowered to exercise the right of eminent domain. Any foreign telegraph or telephone company which shall engage in business in the State and which, when sued in any court of the State shall remove such case to a federal court or which shall institute any suit in a federal court which it could not maintain if it were not a domestic company, shall forfeit its right and be prohibited from engaging in intra-State commerce within the State, and shall forfeit its right of eminent domain. Telegraph and telephone companies may exercise the right of eminent domain across railways, and if the railroad company shall object the Railway Commissioners shall have jurisdiction to enter an order directing how the poles and wires shall be erected and strung. Actions may be brought against any telegraph company in any county in which any part of such telegraph line may be.

The Board of Railway Commissioners is created. They shall keep a docket of petitions and complaints, and in case of complaint against a railroad or other common carrier the commission shall give the party complained of reasonable notice. All notices given or required to be given or to be served upon railroads or other common carriers of passenger, freight or intelligence shall be served sufficiently when deposited in the post office addressed to the railroad or other common carrier or the chief officer thereof. All findings of the commission shall be in writing. The commission may issue process for witnesses and may apply to the Chancery Court to compel compliance with its lawful orders and determinations. A party injured may recover of the person or corporation guilty of extortion twice the amount of damages sustained by the overcharge or discrimination. Every railroad or other common carrier must submit its tariffs to the commission which shall revise such tariffs as are not subject to

exclusive regulation by Congress, and the commission shall determine the reasonableness of the compensation for the service to be rendered and shall approve the tariffs as corrected, and shall so revise and regulate the charges as to allow reasonable compensation for the services to be rendered. And shall revise the tariff from time to time as justice to the public and the railroad and other common carriers may require and shall increase or reduce any of the rates as experience and business operations show to be just, and shall fix joint tariffs on rates for connecting lines. The Railroad Commission may fix the charges of and supervise and regulate all persons, natural or artificial, who may own or operate express, telegraph or telephone lines, and it shall be the duty of such company to have and maintain fixed rates, which shall be applicable to all persons alike, and to submit them to the Commission for approval and to comply with the orders and regulations of the Commission made in supervising their company. The Commission are empowered to demand and require by proper means copies of contracts and agreements for transportation or otherwise.

The Commission shall hear and determine all complaints as to operation of rates. Such complaint must be in handwriting and must specify the grounds. The Commissioners shall then furnish the railroad with a copy of the complaint, with a notice of the time and place of hearing, and at that time and place shall hear the parties, and shall give notice of any change deemed proper to be made to the railroad and require compliance with its orders.

Every telegraph company shall make such return and reports as are required of railroads. The Railroad Commissioners shall require all the necessary information from such company and shall make such reasonable orders for their supervision and regulation from time to time as to their charges and otherwise as the public interests might require. Telegraph or telephone companies shall deliver all messages to a person residing in any city, town or village where it may have an office or within one mile of its office, and upon its failure or neglect, without good reason, to transmit correctly or deliver the same within a reasonable time the person injured shall be entitled to recover \$25, in addition to the damages for the injury.

Telegraph and telephone companies shall transmit all messages between points where it may have offices, and such company shall receive any messages at one of its offices for transmission to a person addressed at a point where it has an office in the State, and on neglect or failure to transmit the same, the injured person shall be entitled to recover \$25, in addition to the damages for injury. Every telegraph and express company shall establish and maintain offices for the transaction of business with the public at each city, town and village convenient to its route, if, in the opinion of the Railroad Commission, the public conveniences and necessities require it, and the Commission has authority to require telegraph companies to keep night operators at every place where, in its judgment, the business and public convenience justify and require it. Any company violating the provisions of this act or failing to comply with any lawful order or to conform to the rules and regulations, or shall demand or receive a greater sum than is authorized by law or the Commission, shall be subjected to a penalty of \$500 for any such failure or neglect or for such overcharge. The Railroad Commission shall enforce the laws affecting common carriers, and investigate and determine whether the laws are being complied with, and prosecute all offenses.

#### V. TAXATION.

Telegraph and telephone companies shall be assessed for *ad valorem* taxation in the same manner as railroads, and the Railroad Commissioners shall be assessors thereof. Telegraph and telephone companies shall file the schedules required of railroads. Annually each company shall file the complete schedule of its property, real and personal, taxable or non-taxable; its length in miles and the number of miles in the State and in each county thereof and in each city, town or village, and the value of each part and the whole thereof as subdivided; the amount of its capital stock, the par and actual value, the value of its franchise; the gross amounts of receipts of the year preceding; the value and number of its buildings, and in what county, city, town and village or levee district located, and the value of each, including lands upon which the same are built; the value of all machinery, fixtures and poles and in what county, city, town, or levee district

located, and all real, personal or mixed property belonging to the company within the State; together with a list of all land owned in the State, the location, value and its quantity.

In the event of a violation, the person or company failing to render the schedule shall forfeit to the State the sum of \$5,000. The members of the Railroad Commission are constituted railroad assessors and upon receipt or making and completion of the schedule shall assess all railroad, telegraph and telephone stock companies at its true value, so that such property shall bear its just proportion of taxation, taking into consideration the value of the franchise, the capital stock engaged in the business in the State. The said railroad assessors shall each year make out for each county having a railroad, telegraph or telephone line an assessment roll of the property, real and personal, in the city, town or other taxing district, which roll shall contain all the property of such company, the value and the said taxes therein, and so made that each taxing district shall receive its just share of such tax proportionately of the amount of such property therein situated. The railroad assessors shall convene annually and hear and determine all objections to the assessments made by them. And upon the approval thereof the different assessment rolls shall be sent to the clerks of the board of supervisors of the respective counties. Each county and municipal assessor shall submit to the Railroad Commission the whole and complete itemized statement showing the valuation of the property, real and personal, of every kind and description owned or used by railroad, telegraph or telephone company doing business in their cities or counties. The Railroad Commissioners, in assessing the value of all telegraph or telephone companies doing business in the State, shall base the valuation of the property not only on the number of miles of poles the corporation owns and uses in the State, but shall also take into consideration the number and character of poles and all descriptive equipment thereof, and the number and kinds of wire, wires or cables strung along and used or maintained on said poles. Privilege taxes are levied on telegraph and telephone companies based upon the number of miles of pole line, and also based upon the number of subscribers to each exchange on both local and long distance telephone companies and lines.

Municipalities shall not impose privilege taxes on long distance telephone companies, but only on telephone exchanges. Telegraph companies shall pay direct for their privileges to the Auditor of Public Accounts, while telephone companies shall pay tax as prescribed to the collector of taxes of the county and obtain of him the license required for the privilege.

The mayor and board of aldermen of every city, town and village have the power by ordinance to grant the right for the erection of telephone or telegraph poles and wires along any of the streets or public places of the municipality and to grant the use of the streets or public grounds for the purpose of the laying of conduits for telegraph or telephone lines, but such franchise shall not be granted for a longer period than twenty-five years, and such privilege shall not be exclusive, and to aid and encourage the establishment of manufacturing and other enterprises of public utility other than railroads within the corporate limits by exempting the property used for such purposes from municipal taxation for a period not longer than ten years. All franchises granted shall be submitted to the qualified voters of the municipality in an election and shall receive the approval of the majority of the votes cast before becoming affected.

#### **V. CRIMES AND PENALTIES.**

Any intentional or negligent obstruction, injury or destruction of any telegraph or telephone line, or any person who shall take, carry away or destroy any of the poles, insulators or fixtures belonging thereto shall, after conviction, be fined not less than \$500 or imprisonment not to exceed six months, or both. Divulging the contents of a telegram is punishable by a fine of not more than \$200 or by imprisonment not exceeding three months, or both. No telegraph or telephone company shall discriminate against any telegrapher in its service or out of its service or blacklist or refuse employment to any telegrapher only because of such telegrapher's affiliation with or membership in any lawful organization or trade or labor union of telegraphers. And such companies shall be liable in actual and exemplary damages to the person so discriminated against; nor shall such companies conspire secretly to defeat the prohibition of this act or to discriminate

against, black list or refuse employment to any telegrapher on account of his affiliation with or membership in any lawful organization or trade or labor union of telegraphers.

#### VI. LIMITATIONS OF TRADE AND COMMERCE.

Trusts and combinations in restriction of trade to unite or pool interests in the manufacturing, production, transportation or price of a commodity or the placing or controlling of business or of products in the power of a trustee or to own or hold a certificate of stock of any trust or company or to limit, increase or reduce the price of a commodity or to limit, increase or reduce the production or output thereon is inimical to the public welfare and is unlawful and a criminal conspiracy, and any corporation, domestic or foreign, which shall create, enter into or become a member of any pool, trust, combination or agreement to regulate or fix the price in this State of any article of manufacture or to extend the price or to fix or limit the amount or quantity of any article or commodity shall be adjudged and deemed guilty of a conspiracy to defraud; and any corporation, domestic or foreign, who shall restrain or attempt to restrain the freedom of trade or production, or who shall monopolize or attempt to monopolize the production, control or sale of a commodity or destroy or attempt to destroy a commodity or the manufacture or sale thereof by selling, offering for sale the same at a lower price at one place in the State than in another, or by selling or offering the same for sale at a price below the normal cost of production, or who shall destroy or attempt to destroy competition, shall be deemed and held a trust and combine.

No penalty or forfeiture shall be in anywise remitted. Contracts or agreements to enter into or pursue any trust or combine are void and cannot be enforced in court, and any person or corporation or agent violating any of the provisions of these chapters shall be fined not more than \$5,000 for any offense; and each day such person or corporation shall do so shall be a separate offense, and the penalty recovered by action in the name of the State on the relation of the Attorney-General or the district attorney.

No corporation shall directly or indirectly purchase or own the capital stock or any part thereof of any other corporation or



in any manner acquire its franchise, plant or equipment, if such other corporation is engaged in the same kind of business and be a competitor therein; and if the corporation offending shall be a domestic corporation it shall forfeit its charter, and if a foreign corporation shall forfeit its right to do business in this State. Any person injured or damaged by a trust or combination or its effect, direct or indirect, may in each case of injury or damage recover \$500 and all actual damage, and may maintain his action therefor against one or more parties to the trust and combine.

#### **VII. LEGISLATURE.**

The Legislature shall meet in regular session on the first Tuesday after the first Monday in January of the year 1892, and every four years thereafter, and in special session on the first Tuesday after the first Monday in January in the year 1894 and every four years thereafter, unless sooner convened by the Governor.

## **MISSOURI.**

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### **I. CONSTITUTION.**

No corporation shall be created by special law.

The exercise of the power and right of eminent domain shall not be so construed or abridged as to prevent the taking by the General Assembly of the property and franchises of incorporated companies and subjecting them to the public use the same as that of individuals.

The business of a corporation is limited to that authorized in its charter and no corporation shall hold any real estate for any period longer than six years, except such as may be necessary and proper for the carrying on of its legitimate business.

No private property can be taken for private use unless by the consent of the owner except for private ways of necessity, and whenever an attempt is made to take private property for a use alleged to be public the question whether the contemplated use be really public shall be a judicial question and private property shall not be taken or damaged for public use without just compensation.

A municipality shall not subscribe to the capital stock of any corporation or loan its credit in aid thereof.

### **II. CORPORATIONS.**

A corporation shall file with the Secretary of State a copy of its articles of association and a copy certified by that official shall be filed and recorded in the office of the recorder of deeds of the county in which the corporation is organized.

Any telegraph, manufacturing or other company doing business in the State and desiring to reduce the wages of its employees or any of them, shall give notice to the employees to be affected thereby thirty days' notice thereof. Every domestic corporation shall annually report to the Secretary of State its principal business office, the name of its president and secretary, the amount of capital stock subscribed and paid up, the par and actual value of the stock and the cash value of all its property, real and personal, within the State.

Every foreign corporation shall report annually the location of its office, factory or plant, the name of its principal officer in the State, and the cash value of its property, real and personal, within the State. Every domestic corporation shall keep a general office within the State and shall have at least three of its directors citizens and residents of the State.

Every foreign corporation shall maintain a public office in the State where legal service may be obtained upon it and any foreign corporation shall not be permitted to mortgage or otherwise encumber its real or personal property situate in this State, to the injury or exclusion of any citizen or corporation in the State, who is a creditor of such foreign corporation; and no mortgage by any foreign corporation, except railroad and telegraph companies, given to secure any debt created in any other State, shall take effect against any citizen or corporation of this State until all of its liabilities due to persons or corporations of this State have been paid.

Every foreign corporation shall file with the Secretary of State a copy of its charter or articles of association and a statement setting forth its business or the business which it proposes to carry on in this State and the proportion of capital stock which is represented by its property located and business transacted in Missouri.

Any number of persons, not less than five, being subscribers to the stock of any contemplated telephone or telegraph company, may be formed into a corporation for the purpose of constructing, owning, and maintaining lines of telegraph or telephone. Whenever the stock to the amount of not less than \$20,000 shall have been subscribed for the purpose of forming a telephone company, the subscribers to such stock shall elect not less than three directors and shall subscribe the articles of association, which shall be recorded in the office of the county recorder of deeds and then filed in the office of the Secretary of State, and the persons named in the articles of association and their successors shall have power to construct, own, and operate telegraph and telephone lines between such points as they may, from time to time, determine, and to make reasonable charge for the use of the same, and have power to lease or attach to their line other telephone or telegraph lines by lease or purchase. And for the purpose of constructing

and maintaining such lines these companies are authorized to set their poles and fixtures along any public road, streets or waters of the State in such manner as not to incommode the public, provided that any such companies placing their poles or fixtures in any city shall first obtain from such city consent through the municipal authorities. Such companies are also authorized to enter upon lands to make preliminary examinations, and from time to time appropriate so much of the lands as may be necessary to erect these poles and fixtures and to make changes of location, and shall have right of access to construct the line and may put up the lines in any manner provided by law.

No company shall have power to contract with any such owner of lands for the exclusive privilege of erecting or maintaining a telegraph or telephone line over the said lands.

Such companies shall provide sufficient facilities for the despatch of the business of the public and shall receive despatches from and over other telephone or telegraph lines and from or for any individual and on payment or tender of their usual charges, to transmit the same promptly and with impartiality under a penalty of \$200 for every neglect or refusal to be recovered by the person desiring to send such despatch. One-half of the amount to be retained by the plaintiff and the other one-half to be paid to the public school funds of the State, and the burden of proof shall be upon the company to show that the wire was engaged as the reason for the delay in transmitting such message. Where the person sending a despatch desires to have it forwarded over the lines of any other company whose termini are respectively within the limits of the usual delivery of such company to the place of final destination, and shall tender to the first company the amount of the usual charges of despatch to the place of final delivery, it shall be the duty of the company to receive and without delay transmit and forward the despatch in the same manner as if the person sending the same had applied to the operator of such line in person and paid him the usual charges.

It shall be the duty of the operator or agent who may receive despatches, to inform the applicant, and when required by him, to write upon the despatch that the line is not in working order or that those already on hand for transmission will occupy the

time so that the despatch either cannot be transmitted within the time required or promptly.

No false communication shall knowingly be transmitted by any officer or agent operating such line, nor shall any forged despatches be knowingly sent or delivered, and each company shall be liable for special damages occasioned by the failure or neglect of its service in receiving, copying, transmitting or delivering despatches and for the disclosure of any of the contents of any private despatches.

The common council of any city and trustees of any incorporated town through which the lines of any company may pass, may by ordinance designate the placing of the poles and attachments, and shall have the power to direct any alteration in the location thereof.

Any telegraph company may unite or consolidate with any other company.

All persons, firms and corporations owning or operating a telephone or telegraph line or exchange under franchises granted by the State or any of its cities, or operating in any such cities, are required to charge no more for the services of such utilities than such rates as shall be fixed from time to time by ordinances by the cities in the State in which such utilities are operated, and all the cities are granted the power and authority to fix by ordinance the rates of charge for the services of such utilities, within their corporate limits and to provide and enforce fines and penalties for the violation thereof, and to change such rates by ordinance from time to time as often as may be deemed necessary; provided, however, that such rates must be reasonable and shall not be changed oftener than once in every two years.

Any person or company owning or operating any of the said utilities and claiming to be aggrieved by the rates fixed by such ordinance may as plaintiff file in the Circuit Court within twenty days after the passage of such ordinance a petition setting forth its objections thereto, whereupon process will issue against the city and pleadings and proceedings be had as in other cases and either party shall have the right of appeal to the Appellate Court as in other cases. Such case shall be heard and determined, and shall have precedence in time over other civil cases. Nothing

herein contained shall be construed to mean that any power or jurisdiction is conferred upon such courts to fix such rates or regulate the charges of any such public utilities.

Any city or town may by ordinance provide for and establish a commission to make investigation into the facts and matters adjudged and established by such just and reasonable rates and after such investigation, said commission shall report its findings and recommendations to the city council and all such cities and towns shall have power and authority by ordinance to require and enforce the production of books and papers and compel the attendance of witnesses before the city council or any duly constituted commission or committee thereof for the purpose of ascertaining what is a just and reasonable rate or rates.

#### IV. TAXATION.

All property, real and personal, including the franchise, owned by telegraph and telephone companies shall be subject to taxation for county, municipal and other local purposes to the same extent as the property of private persons.

Annually the chief officer of the company shall furnish to the board a statement showing in detail the total length of the line and all liable property owned, used or leased by it, and shall furnish to the clerk of the County Court of each county, duplicate statement of their property in such county, and the clerk of the county having ascertained that that statement is correct, shall forward an official statement of what is believed to be the actual cash value of all property reported to the State Auditor.

The Board of Assessment and Equalization shall assess, adjust, and equalize the property belonging to said company and shall apportion the aggregate value of all property belonging to such company, or under their control, to each county or municipality in which such lines are situate, according to the proportion which the number of miles of line located in such county or municipality shall bear to the whole length of lines in the State.

All property, real, personal, or mixed, including the lines, machinery and buildings owned or controlled by any company, except the lines, shall be assessed by the proper assessors with the several counties wherein the property is located. Each city, by its mayor and assembly, shall by ordinance be permitted to license, tax and

regulate telegraph and telephone companies and license, tax and regulate or suppress all occupations and trades of whatever name or character, and in cities of the third class, the council may by ordinance regulate and fix the reasonable maximum rates and charges for the rental and use of telephone and telegraph service within such city and the price and quality of water, gas or other means of lighting, furnished or operating under any franchise granted by such city. The public authorities of every county, city or village or every municipal or public corporation to whom application may be made by any company for consent to the construction, maintenance or occupation or use of any telephone or telegraph plant along or through any highway or public lands must provide as a condition precedent to the granting of such consent that the franchise or privilege shall be sold at public auction to the responsible bidder who shall give to such corporation the largest percentage yearly of the gross receipts with adequate security for the payment thereof, and for the prompt construction and completion of the proposed plant; provided, that such payment shall in no case be less than 2 per cent. of the gross earnings during the first five years of such occupation and use, and thereafter for each period of five years such percentage shall be increased to correspond with the increase of the value of the line thus occupied and used.

The city council of any city, town or village having a population of less than 30,000 shall have power to erect or acquire by purchase or otherwise any telephone plant or exchange or any other public utility.

#### **V. CRIMES AND PENALTIES.**

Wilful destruction of telegraph or telephone wires is punishable by imprisonment for the term of two years or by a fine not exceeding \$500. Any person connected with a telegraph line who shall wilfully disclose the contents or nature of any message or who shall wilfully neglect or refuse to deliver the same or who shall knowingly transmit or deliver any false message or communication with intention to injure anyone or to speculate on any article of merchandise, or with intent that another may do so, is guilty of a misdemeanor.

**VI. LIMITATIONS OF TRADE AND COMMERCE.**

Any corporation which shall enter into or create or become a member of any pool, trust, agreement or combination to regulate or fix the price of any manufactured article, merchandise, or commodity, or the price or premium to be paid for insuring property against loss or damage by fire, lightning or storm or to maintain such price when so regulated, or fixed, or shall enter into or become a member of any pool, agreement or combination to fix or limit the amount or quantity of any article of manufacture, merchandise, commodity, or any article or thing whatsoever, or the price or premium to be paid for insuring property against loss or damage by fire, lightning or storm shall be deemed and adjudged guilty of a conspiracy to defraud and be subject to the penalties as provided in this article; provided, that if such insurance company or their agents or the board of fire underwriters doing business in any city of this State shall combine in any city of this State either directly or indirectly, or agree or attempt to agree directly or indirectly to fix or regulate the price or premium to be paid for insuring property located within or outside of such city against loss or damage by fire, lightning, or either, such company so violating the provisions of this article, by its agents or by any such board, shall be taken and deemed to have forfeited its right to do business in this State, and shall become liable to all the penalties and forfeitures provided by the provisions of this article.

Any agreement or combination designed or made with a view to lessen, or which tends to lessen, the full and free competition in the manufacture and sale of any article, product or commodity, shall be against public policy and unlawful and void and such person or corporation becoming a party to such agreement shall be deemed and adjudged guilty of a conspiracy to defraud.

It shall not be lawful for any corporation to issue or own trust certificates or for any corporation or trust directors or stockholders to enter into any combination or agreement with any other person or corporation or stockholder, or director thereof, the purpose and effect of which combination or agreement shall be to place the management or control of such combination or the products thereof in the hands of any persons with intent to limit or fix the price or lessen the production and sale of any article of



commerce or to prevent, restrict or diminish the manufacture or output on any such article.

Any company violating any of the provisions of this article shall forfeit not more than \$100 for each day that it shall continue so to do and any contract or agreement in violation hereof shall be void, and any purchaser of any article or commodity or any person or corporation transacting business contrary to any of the preceding sections shall not be liable for the price or payment of any such article or commodity and may plead this law as a defense.

Any domestic company which shall violate any provisions of this act shall forfeit its rights and franchises, and any foreign corporation thereby forfeits its right and privilege to do any business in the State, and when such corporate rights and franchise have been declared forfeit it is unlawful for any such corporation to transact any business. Each corporation shall under oath annually declare to the Secretary of State as to whether such company has all or any part of its business or interest in or with any trust, or combination.

Any person injured in his business or property may sue therefor in any court of the State in which the defendants or any of them reside, and shall recover three-fold the damage by him sustained and the costs of the suit, including a reasonable attorney's fee. The Attorney-General, before taking action for conspiracy, may present an application requiring the persons to appear before the court and answer relevant questions as may be put to them concerning any alleged illegal contract or agreement or monopoly. Such order shall be granted without notice unless the justice to whom such application is made shall require notice.

#### VII. LEGISLATURE.

The General Assembly shall meet once only in every two years.

## **MONTANA.**

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### **I. CONSTITUTION.**

No charter shall be granted by special law except for such municipal, charitable, educational, penal or reformatory corporation as may be under the control of the State. Private property shall not be taken or damaged for public use without just compensation. No foreign corporation shall do business without having one or more known places of business in the State, and an authorized agent in the same upon whom process may be served. Neither the State nor any municipality shall ever give or loan its credit in aid of nor make any compensation, nor grant any subsidy to any association, individual or corporation, or become a subscriber to or charter holder in a company or corporation or a joint owner with any person, company or corporation.

Any person or corporation shall have the right to construct or maintain telegraph or telephone lines within the State and connect the same with other lines. No such company shall consolidate with or hold any controlling interest in the stock or bonds of any other telegraph or telephone company or have the control of a competing line or acquire by purchase or otherwise another competing line of telegraph or telephone.

Any domestic telegraph or telephone company consolidating with any other foreign telegraph or telephone company shall not thereby become a foreign corporation. No company or person shall form or combine what is known as a trust or make any agreement or contract for the purpose of fixing the price or regulating the production of any article of commerce or of the product of the soil for consumption by the people.

### **II. CORPORATIONS.**

Three or more persons may form a corporation and may form such corporation for the use, construction and maintenance of telegraph or telephone lines. The articles of incorporation in case of telegraph or telephone companies shall in addition to the statements contained a further statement of the termini of such lines, and the counties through which they shall pass. The articles of incorpora-

tion must be filed with the county clerk and a certified copy with the Secretary of State, but in no case shall the term of the corporation exceed twenty years.

No corporation shall hold property in any county without filing in such county clerk's office a certified copy of its articles of incorporation. Every corporation must report annually the amount of its capital, the proportion thereof actually paid in, and the amount of its existing debts, which report shall be filed in the office of the clerk of the county where its principal office is situate.

Foreign corporations shall before doing business in this State file in the office of the Secretary of State and in the office of the county clerk of the county wherein it intends to carry on business, a duly certified copy of its charter or articles of incorporation, and a statement under oath showing the name of the company and the location of its principal business office, the amount of its capital stock, and the proportion paid in in money or otherwise, its assets, of what they consist, and the actual cash value thereof, its liabilities and if any is secured, how and upon what property; and shall designate a person upon whom service of process shall be made.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Such lines are authorized to be constructed along the public highways and roads of the State, but the fixtures and poles shall be constructed so as not to incommode or endanger the public.

Any company shall have the right to construct and maintain lines of telegraph or telephone within the State and connect the same with other lines and in case they cannot agree as to the compensation to be paid for the privilege of such connection the acquiring of the right by the one to use the line of the other may be had and the damage assessed and the right of connection granted as provided in the Code of Procedure.

No telegraph or telephone company shall consolidate with or hold a controlling interest in the stocks or bonds of any other telegraph or telephone company owning or having control of a competing line or acquire by purchase or otherwise any competing line of telegraph or telephone.

Any railroad company may construct and operate a telegraph line along its road.

Any carrier of messages by telegraph or telephone must, if practicable, transmit every message upon its receipt, and every person

whose message is refused or postponed can recover from the carrier his actual damage and \$50 in addition thereto.

A justice of the Supreme Court or judge of the District Court may by endorsement thereof, authorize the service of a warrant by telegraph, and thereafter telegraph copy of such warrant may be sent and served as if the original warrant was held by the officer serving the same.

The right of eminent domain may be exercised in behalf of telegraph and telephone lines, but before property can be taken it must appear that the taking is necessary to such use and the use to which it is to be applied, and if the property is already appropriated that the public use to which it is to be applied is a more necessary public use.

#### **IV. TAXATION.**

Telegraph and telephone lines and franchises must be listed and assessed in the county in which such property is located and each such company must pay a license as follows: Each telephone company 75 cents per year for each instrument in use, and each telegraph company a license of \$5 per quarter for each instrument in use. The city or town council has the right by ordinance to regulate and prevent the use of obstructions to streets and highways, and to regulate the erection of poles and stringing of wires in the streets or within the limits of any city or town.

No franchise for any purpose shall be granted by any city or town to any person or corporation without first submitting the application therefor to the resident freeholders whose names shall appear on the city or county tax roll preceding such election.

#### **V. CRIMES AND PENALTIES.**

Every person wilfully sending a false or forged message or who delivers any such message, or who furnishes or conspires to furnish to any agent to be sent any such message knowing the same to be forged or false, is punishable by imprisonment not exceeding five years or by a fine not exceeding \$5,000, or both. Any person who injures or destroys any telegraph or telephone line is guilty of a misdemeanor. Any person who wilfully discloses the contents of a telegraph message or who wilfully alters the purport thereof, or who wilfully opens any sealed envelope enclosing a telegraph

message addressed to another, is punishable by a fine not exceeding \$5,000 or imprisonment not exceeding five years, or both. Any agent or employee of a telegraph office who neglects to send a telegraph message or neglects to deliver any message received, or who in any way appropriates any information derived by him from any private message passing through his hands, or any person, who by means of any instrument or machine, wilfully reads or attempts to read or learn the contents of any message while the same is in any telegraph office, or being received thereat, or sent therefrom, is punishable by imprisonment not exceeding five years or by a fine not exceeding \$5,000, or both. Any person who appropriates or induces any telegraph operator to disclose any message, or who wilfully or maliciously cuts, tears down, or removes or destroys any telegraph or telephone wires or apparatus, is punishable as last above provided.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

Every person or corporation who directly or indirectly forms what is known as a trust or makes any contract with any person or corporation through its stockholders or officers for the purpose of fixing the price or to regulate the production of any article of commerce, or to create or carry out any restrictions of trade, or to increase or reduce the price of any merchandise or commodity, or to fix a standard or figure whereby the price of any such article will be in any way controlled, or to create a monopoly in the manufacture, sale or transportation of any such article, or enter into an obligation by which they shall bind others or themselves not to manufacture, sell or transport any such article below a common standard, or by which they agree to keep such article at a fixed or graded figure, or by which they set the price of such article so as to preclude and restrict competition, is punishable by imprisonment not exceeding five years or by a fine not exceeding \$1,000, or both, and every corporation violating this forfeits to the State all its property or franchise, and in case of a conviction the corporation shall be prohibited from carrying on business in the State.

#### **VII. LEGISLATURE.**

The Legislative Assembly shall meet each alternate year.

**MAINE.**

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**I. CONSTITUTION.**

A corporation shall be formed only under general laws.

Private property shall not be taken for public use without just compensation, nor unless the public exigencies require it.

**II. CORPORATIONS.**

Three or more persons may organize themselves into a corporation by written articles of agreement, the first meeting of the signers of which may be called and at the same time they may organize into a corporation and execute a certificate setting forth the claims and purposes of the corporation, its stock and owners, the county in which it is located and its directors; each certificate shall be examined by the Attorney-General and recorded in the office of the register of deed in the county where the corporation is located and a copy thereof certified shall be filed in the office of the Secretary of State, and the fees paid to the State Treasurer. All corporations shall have a clerk who is a resident of the State, who shall keep at some place fixed within the State an office where shall be kept a record showing a true and complete list of all stockholders, their residences, and the amount of stock held by each.

**III. TELEGRAPH AND TELEPHONE COMPANIES.**

The certificate of incorporation by telegraph or telephone companies shall also set forth the general route of line proposed to be constructed, and the points to be connected thereby.

Such corporations may purchase, hold and convey real and personal property as may be necessary for the purpose for which they are created.

Telegraph and telephone companies may pass along highways and over waters on their route. Before laying pipes and wires for the service in any highways and streets, a permit must be obtained from the municipal authorities in which the road or street is located and such companies may compel the granting of such per-

mission subject to such rules and regulations as the location and construction as such municipal officers may designate.

Poles, lines and other fixtures shall be so constructed as not to incommode public travel, or interfere with ornamental or shade trees. Telegraph or telephone companies may connect its line or lines with those of other like corporations and sell or lease its line or property, in whole or in part, to any other like corporation.

Lands necessary for the construction and operation of its lines may be taken and damage therefor estimated and determined as in the case of railroads.

Corporations operating a telegraph line upon application of any other corporation operating a telegraph line shall allow to the corporation first making such application connection between such lines upon the same rates as charged for the same distances upon the lines of the corporations so connecting and with the same charges for use of telephone exchanges as established for the patrons of such corporations. The owners of telegraph lines are liable for errors or delays in sending despatches, and such despatches shall be sent and transmitted in the order in which they are received, under penalty of \$100; any agent or person who falsifies or divulges the contents of a private despatch shall be punished by a fine not exceeding \$100, or imprisonment not more than three months.

Every company incorporated for the transmission of intelligence by electricity shall not construct its lines along highways or public places without a permit to construct the same obtained from the municipal officers or county commissioners, and before granting such permit fourteen days' public notice shall be given to the owners of property upon the highways who shall have full opportunity to show cause why such permit should not be granted. After the erection of the lines, such municipal officers may direct any alterations in the original permit. Poles and wires erected and maintained are deemed legal structures and the party maintaining the same shall be liable on account thereof only for carelessness or negligence in the erection or maintenance of the same.

The owner of land near or adjoining a highway along which lines shall be constructed or altered, if the owner's property is in any way injuriously affected, whether such owner is also the

owner of the fee in such way or not, may have his damage appraised.

Wires may be cut and poles removed to allow the removal of buildings or the repair of streets, etc., where notice of the time and place and where such will be done shall be delivered to the company, and if such removal is not made by the company, such person giving notice may make the removal and recover the cost thereof in an action of debt. No enjoyment by any company for any length of time of the privilege of having or maintaining poles, wires or apparatus in or attached to any building or land of other persons shall give a legal right to the continued use of such enjoyment or raise any presumption of a grant thereof.

Any person who in any way affixes to any building any fixture, wire or other apparatus or fixes upon the property of any person apparatus without the consent of the owner or agent for the owner, shall be punished by a fine not exceeding \$100.

Such company may construct a line on or along any railroad by the written permit of the company operating such railroad, but in the event that an agreement cannot be made as to the construction of the line either party may apply to the Railroad Commissioners who shall after notice hear and determine the matter and make their award thereof.

#### IV. TAXATION.

The State Board of Assessors, as formed, may summon and examine any town assessor or other person whose testimony they shall deem necessary for the proper discharge of their duties.

The board of city assessors shall constitute the said board of equalization.

Each telegraph or telephone company operating in part or wholly within the State shall annually file a certificate with the Secretary of State showing the amount of its capital stock, the number and par value of its shares and a complete list of its stockholders within the State, with their places of residence and the number of shares belonging to each. Such return shall also contain a statement of the assessed value in each town of the real estate of such corporation and taxed by any municipality, and the gross receipts from business done wholly within the State from operating such business during the preceding year.



An annual excise tax shall be paid for the privilege of conducting such business within the State. The amount of annual excise tax shall be ascertained upon the gross receipts from business done wholly within the State, and in no case shall the rate exceed 4 per cent. of the gross receipts, and this excise tax so collected shall be in lieu of all taxes upon the property of such corporation and upon its shares of capital stock, and its property used in the conduct of its business; provided that the real estate shall be taxed in the municipality in which the same is situated, but the amount of the tax assessed upon such real estate, if owned and actually used by such corporation in the transaction of its business, shall be deducted by the Board of State Assessors from the tax laid hereunder. The assessment of taxes of such real estate shall be legal whether assessed as resident or non-resident property.

#### **V. CRIMES AND PENALTIES.**

Wilful or malicious injury to any poles, wires or other materials used in construction and operation of a telegraph or telephone line shall be punished by imprisonment for not exceeding three years or by a fine not exceeding \$500. Wilfully entering after being forbidden is trespass and punishable by a fine not exceeding \$20, and an occupant or owner of such place may arrest any person violating the preceding section.

Every telegraph or telephone company having in their employ more than ten persons shall pay fortnightly each and every employee engaged in its business.

Violence or intimidation in furtherance of any agreement or combination to do or procure to be done any act in contemplation or furtherance or a dispute or controversy between the public service corporation and its workmen is punishable by a fine not exceeding \$300 or imprisonment not exceeding three months.

The penalty for preventing by threats, intimidation or force any person from entering or leaving employment of any person or corporation is punishable by imprisonment for not more than two years or by a fine not exceeding \$500.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

It is unlawful for any person or firm or company organized for the purpose of manufacturing or producing any article or product

which enters into general use and consumption by the people to form or organize any trust or to enter into any combination, or to delegate to any one or more boards of trustees or directors power to conduct and direct the business of the whole number of firms, corporations or companies, and which may have been formed or which may propose to form a trust, combination or association contrary to public policy, or inconsistent with the provisions of this act.

No certificate of stock or other evidence of interest in any trust, combination or association shall have legal recognition in any court, and any deed of real estate given by any person, firm or corporation for the purpose of becoming interested in such combination or trust, or any mortgage given by the latter to the seller as well as all certificates growing out of such transaction shall be void. Any firm, incorporated or unincorporated company or association of persons or stockholders, who shall enter into or become interested in any such trust, combination or association shall be subject to fine of not more than \$10,000.

#### **VII. LEGISLATURE.**

The Legislature shall convene biennially.

## NEBRASKA.

### I. CONSTITUTION.

No corporation shall be created by special laws except those for charitable, educational, penal or reformatory purposes.

Any and all claims against corporations, the exact amount justly due, shall be first ascertained and after the corporate property shall have been exhausted the original subscribers thereof shall be individually liable to the extent of their unpaid subscriptions, and the liability for the unpaid subscription shall follow the stock.

The credit of the State shall never be given or loaned in aid of any individual, association or corporation.

The Legislature shall pass laws to correct abuses and prevent unjust discrimination and extortion in all charges of telephone companies in the State and enforce such laws by adequate penalties to the extent, if necessary for that purpose, of forfeiture of their property and franchises.

The property of no person shall be taken or damaged for public use without just compensation therefor. No municipal subdivision of the State shall ever become a subscriber to, or owner of, the capital stock of any railroad or private corporation.

No telegraph company shall consolidate its stock, property, franchises or earnings in whole or in part with any other telegraph company owning a parallel or competing line.

The Legislature shall not pass any local or special laws granting to any corporation, association or individual any special or exclusive privileges, immunity or franchise whatever.

### II. CORPORATIONS.

Any number of persons may be associated and incorporated for the transaction of any lawful business, and previous to the commencement thereof it must adopt articles of incorporation and file the same in the office of the Secretary of the State, and domestic corporations must also file such articles with the county clerk in the county where their headquarters are located.

The articles of incorporation must fix the highest amount of indebtedness or liability to which the corporation shall at any one time be subject, which must in no case exceed two-thirds of the capital stock. It shall be unlawful and a misdemeanor for any domestic corporation or any foreign corporation doing business in the State to give or to contribute money or property, transportation or assistance in any manner or form to any political party or to any candidate for civil office.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Every company, domestic or foreign, whose object and purpose is the transmission and distribution of dispatches by telegraph shall be subject to regulation, and shall file in the office of the Secretary of State a statement showing the name of the association, amount of capital invested, character of its business, and with the regulations and by-laws then in force; for failure so to do it shall forfeit its right to carry on business and shall also forfeit to the county the sum of \$1,000 for every day it shall continue in violation of this provision.

All telegraph companies shall transmit and forward all dispatches directed to newspapers or private individuals or public officers with impartiality in the order in which they are received, and use due diligence in their delivery without discrimination as to any person or party to whom they may be directed, and every employee who wilfully delays the transmission or delivery of any dispatch or divulges the contents thereof shall be guilty of a misdemeanor.

It shall be unlawful for any telegraph company to demand or receive from any individual or company a greater sum for the transmission and delivery of any telegram or message over a given distance than it demands or receives for the transmission and delivery of any telegram or message containing an equal number of words for a greater distance, and no telegraph company shall demand or receive from any publisher of a newspaper any greater sum for a given service than it demands or collects from the publisher of any other newspaper for a like service, provided dispatches transmitted during the night may be sent and delivered at reduced rates. Any refusal to receive dispatches from any per-

son, company or other telegraph company or to transmit the same with fidelity and without unreasonable delay is a misdemeanor, and any such company is declared to be liable for the non-delivery of dispatches entrusted to its care and for all mistakes in transmitting messages and for all damages resulting in a failure to perform any other duty required by law, and any such telegraph company shall not be exempted from any such liability by reason of any clause, condition or agreement contained in its printed blanks.

Any telegraph or telephone company incorporated or doing business in the State is granted the right of way along any of the public roads of the State for the erection of poles and wires, provided that the poles shall be set at least six feet within the boundary line of the roadways, and that the wires shall be placed at the height of not less than twenty feet above all road crossings.

Any injury to, destruction of or interference with the poles, wires or fixtures of a telegraph or telephone company is punishable by imprisonment in the penitentiary for not more than three years.

The Board of Transportation of the State shall have the power to regulate the prices to be charged by any company or person owning, controlling or operating any line of telephone and telegraph for any service performed by such company, whether the lines of such companies are wholly or in part in the State.

The powers of the Board of Transportation to regulate charges of corporations and companies herein referred to apply to charges by express companies for transportation from one point to another in the State and messages sent by telegraph and telephone from one point to another in the State, and any railroad company shall have the right and power to transmit over its right of way currents of electricity for the purpose of operating telegraph and telephone lines and for the purpose of supplying power for the use of said railroad and the use of others.

#### IV. TAXATION.

Each telegraph and telephone company shall furnish to the local assessor a verified statement of its personal property and of the gross receipts of its business in such local assessing district for the previous current year.

Each and every telegraph and telephone company shall be locally assessed on its tangible property wherever it shall have any such property in this State in like manner as other personal property is assessed, and in addition thereto on the amount of the gross receipts for the year next preceding the first day of April of the current year, and such gross receipts to be taken and considered in their total as an item of property and be so listed and levied against the same as other property, which gross receipts shall represent the franchise valuation, which shall not be otherwise assessed, and all taxes assessed against any of said companies shall be the first lien on all the personal property of such company from the first day of October of the year in which it is levied.

No franchise shall be granted nor any extension of a franchise heretofore granted shall be lawful unless an annuity to the State be provided based upon either a fixed reasonable amount per year or a percentage on the gross earnings of the owners of the franchise, nor until a proposition for the same has been submitted to a vote of the electors of the city.

A city electrician shall be appointed, who shall have charge of all the city electric light, telephone and telegraph lines and plants and who shall have power to enforce rules and regulations of the city in connection with their use and construction. The mayor and council shall have power to tax for revenue, license and regulate telegraph companies and venders of patents. Such tax may include both a tax for revenue and license.

#### **V. CRIMES AND PENALTIES.**

It is unlawful for any telephone company to furnish any officer of any municipality a telephone free of charge or for a price less than charged for customers for similar service, and it is unlawful for such customer to accept such service. Wilful injury or destruction of any telegraph lines or appliances used in the transmission of despatches shall be punished by imprisonment in the penitentiary for not more than three years.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

A trust is a combination of capital, skill or acts by any person or persons to fix the price of any article or commodity of trade,

use or merchandise with the intent to prevent others from conducting or carrying on the same business or selling or trafficking in the same article, use or merchandise, or a combination of capital, skill or acts by two or more persons to create or carry out restrictions in trade; to limit or reduce the production or increase or reduce the price of merchandise or commodities; to prevent competition in insurance of any kind, or in the manufacture, making, construction, transportation, sale or purchase of merchandise, products or commodities, to fix at any standard or figure whereby its price to the public shall be in any way controlled or established upon an article of merchandise, produce or manufacture of any kind intended for sale, use or consumption in the State. To make or enter into, carry on or carry out any agreement by which they shall bind or have heretofore bound themselves not to sell, dispose of, use or transport any article of merchandise or commodity or article of trade, product, merchandise, consumption or commerce below a common standard figure, card or list price or by which they shall agree in any way to keep the price of such article at a fixed or graduated figure or at which they shall in any way establish or settle the price of any article of merchandise, commodity or of insurance or transportation between them or between themselves and others or with the intent to preclude or the tendency of which is to prevent or preclude a free and unrestricted competition among themselves or others, or the people generally, in the production, sale, traffic or transportation of such article or commodity or conducting a like business or by which they shall agree to pool, combine or unite any interest they may have in connection with the sale, production or transportation of any such article or commodity or the carrying on of any such business that its price may in any way be affected thereby. Such acts are declared to be a conspiracy against trade and unlawful, and any person engaged therein shall be deemed guilty of a misdemeanor and shall be punished by a fine of not exceeding \$5,000, and any corporation who violates the provisions thereof shall thereby forfeit its charter and franchise, and its corporate existence shall thereupon cease and determine.

Every foreign corporation violating any of these provisions is denied the right and prohibited from doing any business within the State. In prosecutions under this act it shall be sufficient to

prove that a trust or combination has, as defined herein, or under the common law exists, and that the defendant belonged to it, shall or acted for or in connection with it; and any contract in violation of the provisions of this act is void and not enforceable, and any purchaser of any article or commodity from any person or company transacting business contrary to any of the provisions herein shall not be liable for the price of payment of such article.

No person shall be exempt from appearing and testifying, and the production of books and papers may be compelled, and no person is excused for the reason that the testimony required of him may tend to incriminate him, but no person shall be prosecuted or subject to a penalty for or on account of any transaction, matter or thing concerning which he may testify in any prosecutions under this act. Any person who shall monopolize or attempt so to do or to combine with another person to monopolize any part of the trade or commerce within this State shall be deemed guilty of a misdemeanor and any property owned under any contract or by any combination or pursuant to any conspiracy mentioned herein shall be forfeited to the State. Every corporation shall file annually with the Attorney-General of the State a verified statement showing the amount of capital and its market value, how much of the same has been paid, and in what manner, the names of the officers and directors, the amounts of dividends paid, and the stock owned by it of any other company, specifying the number and value and the amount of its own stock held by other corporations, and the value. Every person or company who shall enter into a contract or who shall by any direction or authority to do an act for the purpose of drawing out of business any other person engaged therein or who, for such purpose, shall, in the course of such business, sell any article or product at less than its fair market value, or at less price than it is accustomed to demand or receive in any other place under like conditions, or who shall sell any like article upon a condition or agreement that it shall not be sold again by the purchaser or restrain such sale by the purchaser is guilty of a misdemeanor.

No corporation or association shall engage in business within this State a majority of whose stock is owned or controlled or held in trust for any manufacturing or other corporation which in the course of its manufacturing or production conducts its business



in a manner which would be prohibited by this act. Any person who shall be injured in his business by another person by reason of anything forbidden or deemed to be unlawful by this act may sue therefor in any court of record in the State and shall recover threefold the damages by him sustained.

#### **VII. LEGISLATURE.**

The sessions of the Legislature shall be biennial.

#### **VIII. INITIATIVE AND REFERENDUM.**

##### *Initiative.*

The right to propose ordinances for the government of any municipal subdivision of the State is vested in the voters thereof. The proposal shall contain the full scope of the proposed ordinance, and shall be signed by at least 15 per cent. of the voters of the city making the same and ten of the signers shall make oath that they are thus duly qualified voters residing as stated after their signatures, and such proposal shall be filed in the office of the city clerk; and if said proposal shall request that any such proposal with the ordinance be submitted at a special election, the clerk of the city shall cause the same to be submitted at a special election; otherwise the proposal shall be submitted at the first regular election held after the expiration of thirty days from the filing of such proposal. If the mayor and city council be convened before such proposed ordinance can be legally submitted to a direct vote, the city clerk shall present to such body the proposed ordinance and the demand for the submission, and such proposed ordinance shall then take precedence over all ordinances introduced by members of that body, and if the proposed ordinance is not made a law by the mayor and city council within thirty days from the filing of the same with such clerk, the clerk shall submit the same to the voters, and if such proposed ordinance shall be altered or amended before enacting the same, the proposed ordinance shall be submitted, together with the ordinance as altered or amended, to a direct vote.

##### *Referendum.*

No ordinance, except as hereinafter provided, shall go into effect until thirty days after the passage of the same.

The voters of such city may within thirty days file a petition with the clerk requiring him to submit such ordinance to a vote of the voters of such city for their rejection or approval, which petition shall be signed by at least 15 per cent. of the voters of the city, and if 20 per cent. of the voters of such city shall so request an ordinance shall be submitted to the voters at a special election; otherwise the clerk of the city shall cause the same to be submitted to the voters of such city at the first regular election held after the expiration of fifteen days from the filing of such petition, and such ordinance submitted to the voters shall not go into effect unless approved by a majority of the votes cast for and against the same, except that this act shall not apply to ordinances relating to the immediate preservation of public business or health or items of appropriation of money for current expenses of the departments of the city which do not exceed the corresponding appropriations of the preceding years which shall have passed the city council by unanimous vote and the approval by the mayor. The mayor and the city council, may at any time by resolution provide for the submission to a direct vote of any measure introduced in, pending before or enacted by it, and may provide that the same be submitted at a special or annual election. Whoever knowingly or wilfully makes and files an affidavit, oath or certificate or who falsely makes or wilfully destroys a certificate of proposal, or who suppresses a certificate, or whoever signs any proposal knowing that he is not a qualified voter, or whoever applies or gives or pays any money or anything of value to any person, directly or indirectly, to induce him to sign such proposal or petition, shall be punished by a fine not exceeding \$500 and imprisonment for a term not exceeding one year or both. The act shall not become operative in any city until accepted by the voters thereof, and provided that not more than one special election shall be called in any one year unless the petitioners shall deposit with the clerk an amount equal to the expense of such election, which amount shall be forfeited to the municipality in case said petitioner shall fail to carry the proposition which they favor at such election, which proposition they shall plainly state in their petition, whether it be a positive or negative proposition.

## NEVADA.

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### I. CONSTITUTION.

The Legislature shall not pass any special act relating to corporate powers except for municipal purposes.

No county or other municipal corporation shall become a stockholder in any corporation or association or loan its credit in aid thereof, except to railroad companies.

No private property shall be taken for public use without just compensation having been first made or secured.

Whenever 10 per cent. of the voters shall express their wish that any law made by the Legislature be submitted to a vote of the people, the officers charged with the duty of proclaiming elections shall submit such question of the approval or disapproval of said law at the next ensuing election, wherein a State or congressional officer is to be voted for or wherein any question may have to be voted on by the electors of the entire State, and whenever the majority of the entire electors shall signify approval such law or resolution shall stand as the law of the State and shall not be overruled, annulled or suspended or in any way made inoperative, except by a direct vote of the people, and when such majority shall signify disapproval the law or resolution so disapproved shall be void and of no effect.

### II. CORPORATIONS.

Any number of persons not less than three may associate to establish a corporation except to carry on an insurance business or that of a surety company or railroad company other than a street railroad.

The articles of incorporation shall be filed in the office of the county clerk where the principal business office is to be located, and a certified copy shall be filed in the office of the Secretary of State. Any two or more companies incorporated under the laws of the State for the purpose of carrying on any kind of business may consolidate into a single corporation, which may be either one of said consolidated companies or a new corporation to be formed by means of such consolidation.

Any corporation existing under the laws of this State may issue stock for labor done or personal property or real estate or leases thereof, and in the absence of fraud in the transaction, the judgment of the directors as to the valuation of such labor, property, real estate or leases shall be conclusive. Each corporation shall annually file with the Secretary of State a report of its annual election. The Secretary of State shall biennially compile from the records of his office and publish in his report a complete list in alphabetical order of original and amended certificates of articles of incorporation or of extension or renewal filed during the preceding year, together with the location of the principal office of each in the State and the name of the agent in charge thereof, the amount of the authorized capital stock, the amount with which business is to be commenced, the date of the filing of each certificate and the period for which the corporation is to continue. When by the laws of any other State, any other or greater taxes, fines, penalties, license fees, other obligations or requirements are imposed on corporations of this State doing business in such State or upon their agents than the laws of this State imposes upon their corporations or agents doing business in this State so long as such laws continue in force in such other or foreign State the same taxes, fines, penalties, license fees, obligations and requirements of whatever kind shall be imposed upon all corporations of such other State doing business within this State, and upon their agents here, provided that nothing herein shall be held to repeal any duty, condition or requirement now imposed by law upon such corporations of other states transacting business in this State.

*Foreign Corporations.*

Every foreign corporation shall file a copy of its certificate of incorporation in the office of the recorder in each county in the State where such corporation is carrying on business of any character, to which said certificate shall be attached a certified list of such officers of such company, which list shall be recorded as often as such change of such officers occur, and the penalty for failure to comply with this shall be a misdemeanor punishable by a fine of not more than \$500 or imprisonment not exceeding six months.

Every foreign corporation shall appoint and keep in the State an agent upon whom all legal process may be served.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

A person or company desiring to construct and maintain, or if already constructed may maintain, or if partially constructed shall execute a certificate setting forth the name of the company by whom the line of telegraph is to be operated, the point or places, stating the termini of the line within the State, a general description of its route, which certificate shall be filed in the office of the Secretary of State, and the persons or company named in the certificate and their assigns may construct the line for public or private lines, provided the highways or public lands are not obstructed, and may operate the telegraph line between the termini, and have and maintain an office in any city, town or place or point along such line, and each telegraph company shall be entitled to demand, receive and collect for dispatches such sum as the officers of the company may deem proper, which rates of charges shall be posted at each office, and any person or company who shall construct and maintain any line of telegraph and shall demand and collect any higher or greater rate than those specified and posted shall be deemed guilty of misdemeanor. All telegraph lines shall transmit dispatches in the order in which they are received under a penalty of \$100, and all damages sustained thereby, provided a preference may be given to official dispatches for the detection and capture of criminals, and when messages of public business may be sent by the State unpaid over such lines free of charge.

The right of way for such lines and so much land as may be necessary to construct and maintain the same may be taken or appropriated, making compensation therefor.

The owner of any lines shall at all times keep the same in good condition and repair as may be practicable, and upon failure so to do such failure shall work a forfeiture of all the rights, privileges and franchises belonging to such owner.

The contents of any message shall not be divulged nor shall any message be altered by adding thereto or omitting therefrom so as to change the meaning thereof, and the person so offending shall be guilty of a misdemeanor, as shall be an employee who shall knowingly or wilfully send false or forged messages or shall wilfully deliver or cause the same to be delivered, and if agent or employee shall in any way use or appropriate any information

derived by him from any messages passing through his hands or in any way acquired by him by reason of his trust as such employee or shall trade or speculate upon any such information so obtained, he shall be guilty of misdemeanor.

Wilful or unreasonable refusal or neglect to send a message or deliver one when received is a misdemeanor, as is the wilful opening of any sealed envelope enclosing a blank message addressed to any other person with the purpose of learning the contents thereof or fraudulently representing a person and thereby procure the same to be delivered to himself or any person unconnected with any telegraph company by means of any instrument wilfully and fraudulently read or attempting to read any message or learn the contents while the same is in transit.

Wilfully or maliciously breaking or cutting down any pole or tree or material used in any line of telegraph or wilfully or maliciously breaking or injuring any apparatus or attachments or the interruption of the transmission of electric current through the same is a misdemeanor.

Contracts made by telegraph shall be deemed to be contracts in writing, and all communications sent by telegraph and signed by the person or persons sending the same or by his or their authority shall be held and deemed to be communications in writing.

Whenever any notice, information or intelligence, written or otherwise, is required to be given, the same may be given by telegraph, provided that the dispatch containing the same be delivered to the person entitled thereto or to his agent, and notice by telegraph shall be deemed actual notice.

Any power of attorney or other instrument and certified so as to be entitled to record may be, with its certificate and its proof or acknowledgment, sent by telegraph, and the telegraphic copy or duplicate thereof shall *prima facie* have the same force and effect in all respects, and be admitted to record and be recorded in the same manner and have like effect as the original.

Checks, promissory notes, bills of exchange, all orders or agreements for the payment or delivery of money may be made or drawn by telegraph, and when so made or drawn shall have the same force and effect to charge the maker, drawer, endorser and

acceptor thereon, and shall create the same rights and equities in favor of the payee, drawer, endorser, acceptor or holder thereof, and shall be entitled to the same days of grace as if duly made or drawn and delivered in writing, but it shall not be lawful for any person other than the person or drawer thereof to cause any such instrument to be sent by telegraph so as to charge any person thereby.

Any instrument in writing duly certified under his hand and seal by a notary, commissioner or clerk of the court to be genuine within the personal knowledge of such officer may, together with such certificate, be sent by telegraph, and the telegraphic copy thereof shall *prima facie* only have the same force, effect and validity, in every respect whatsoever, as the original and the burden of proof shall rest with the party denying the genuineness or due existence of the original.

The original message shall in all cases be retained in the telegraph office from which the same is sent.

Warrants and orders of arrest may be sent by telegraph, with the directions for the service thereof, and the telegraphic copy shall be entitled to full faith and credit, and have the same force and effect in all courts and places as the original.

Any writ or order in any civil action and all other papers requiring service may be transmitted by telegraph for service in any place, and the telegraphic copy thereof may be served or executed by the person or officer to whom it is sent for that purpose and returned by him, if any return be requested, in the same manner and with the same force in all respects as the original might be if sent to him. The original with a writ or order shall be filed in the court from which it was issued and a certified copy thereof shall be preserved in the telegraph office in which it was sent.

Any company doing business in the State may file in the office of the county clerk of the county in which the principal office of the company is situate a copy of any printed blank, envelope, picture or device used or intended to be used by the company with its certificate that the same is commonly used or intended to be used in the business of the company as a distinguishing mark or notice of such business, and thereupon such blank or envelope or

blank or device shall become the property of such company, and it shall not be lawful for any person, unless by the employment or permission of such company to publish or use or cause to be published or used either of them or any copy, counterfeit, similitude or imitation thereof and is punishable by a fine not exceeding \$500 or imprisonment not exceeding six months.

All dispatches shall be sent in the order in which they are received, under penalty of \$100, provided that communications to and from public officers on official business may have precedence over all other communications.

All persons or corporations owning telephone lines now in operation or who may hereafter construct and operate such lines shall be entitled to all the rights and privileges and be subject to all privileges specially provided for the railroad or the telegraph companies, in so far as the same shall be applicable to telephone companies.

Any person who wilfully or maliciously damages or destroys any telephone line or in any way interrupts communication thereover shall be liable for damages in a criminal prosecution in the same manner and to the same extent as if the same were a telegraph line.

#### IV. TAXATION.

The county assessors of the several counties shall meet annually at the office of the Governor, and shall at such meeting establish a valuation throughout the State of all telegraph and telephone lines, provided that in fixing the same the location and situation of such property shall be construed; provided further that nothing herein shall be construed as to impair the right of the board of equalization of any county to equalize taxes on all property, the valuation of which has not been fixed at the annual meeting of the county assessors above provided for, but the county board of equalization shall not have the power to equalize any property upon which a valuation has been placed by the board of county assessors.

The county commissioners of any county, upon petition of two-thirds of the taxpayers of the county request them so to do, may purchase or construct a telephone line or lines within the



county if in their judgment it would be to the interest of the county so to do, and to pay for the same out of the general fund of the county, and the title to such line constructed or acquired shall be vested in the county and under its control and management.

The board of county commissioners in their respective counties shall have power to fix and collect a license tax upon and regulate all places of business and of telegraph companies and telephone companies, having due regard to the amount of business done thereby, and to fix and collect a license tax upon all professions, trades or business within the town or city not heretofore specified.

#### **V. CRIMES AND PENALTIES.**

It is unlawful for any agreement to be entered into not to become a member of a labor organization.

Employers must not discount any time checks for labor or services or deduct therefrom any portion of the same due therein as such discount.

Black listing or publishing any employee discharged by a company with the intent of preventing such employee from engaging in or procuring similar such employment is prohibited.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The sessions of the Legislature shall be biennial.

## NEW MEXICO.

### II. CORPORATIONS.

Any three or more persons may form a corporation, and shall acknowledge and file in the office of the Secretary of the Territory a written statement setting forth its name, objects, nature, capital stock, term of existence, not to exceed fifty years, the number of shares of stock and the number and names and residences of directors, and the location of its principal business. A copy of the certificate certified by the Secretary of the Territory shall be filed in the office of the probate clerk of the county where the principal place of business is located.

The directors of a corporation shall not be less than three, who shall be stockholders and a majority citizens of the United States and one-third of whom shall be residents of New Mexico.

The total amount of debts of the company shall not at any time exceed the amount of its capital stock, and in case of excess, the directors under whose administration the same may have been exceeded, except those who may have caused their dissent to be entered on the minutes of the board of directors at the time, and except those not present when the same happened, shall individually be liable jointly and severally to the company, and in the case of its dissolution to any of its creditors for the full amount of such excess.

Whenever any persons shall have formed themselves into a corporation according to the provisions of this act it shall not be lawful for any other persons to become incorporated under the same name or designation nor for the same immediate purpose.

Any corporation incorporated under the general laws of any other contiguous State or Territory for the purpose of constructing telegraph lines desiring to extend the construction of such line into this Territory shall be required to register in the office of the Secretary of the Territory, and in the office of the probate clerk of the county in which their principal business office may be established, the original or a certified copy of its articles of incorporation.

Every company, foreign or domestic, shall file with the recorder of deeds of the county in which its principal place of business in the Territory is located, a copy of the articles of incorporation and every amendment thereto, and likewise every certificate designating an agent and place of business in the Territory, and the certificate from the office of the Secretary of the Territory.

Every foreign corporation shall file with the office of the Secretary of the Territory a copy of its charter, together with the law under which it is incorporated, and shall designate the principal place of business, and an authorized agent residing thereat upon whom process may be served, and a copy of such certificate and the charter shall be filed in the office of the recorder of deeds in the county in which the principal place of business of such corporation may be.

The city council and boards of trustees in towns shall have power to regulate and prevent the use of streets and public grounds for telegraph poles.

All town and villages shall have power to grant all franchises and privileges for street car lines, lighting purposes and other public conveniences and comforts, for the furnishing of which such franchises and privileges are necessary, and shall have power by ordinances to lay and levy taxes upon all or a part of the property within the limits of the municipality.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

Every contract or combination between individuals or companies having for its object, or which shall operate to restrict trade or commerce, or control the quantity, price or exchange of any article of manufacture or product of the soil or mine, is hereby declared to be illegal, and every person, whether as individual or agent, officer or stockholder of any company, who shall make any such contract or engage in any such combination, shall be deemed guilty of a misdemeanor, punishable by a fine not exceeding \$1,000 and imprisonment not exceeding one year.

Every person who shall monopolize or attempt to monopolize or combine or conspire with any other person or persons to monopolize any part of the trade or commerce of the Territory shall be guilty of a misdemeanor and punishable in like manner.

All contracts and agreements in violation of these sections shall be void, and any purchaser of any commodity from any individual, corporation or association transacting business in violation of this act shall not be liable for the payment for such commodity.

**VII. LEGISLATURE.**

The Territorial Legislature shall meet every two years.

## **NORTH CAROLINA.**

### **I. CONSTITUTION.**

Corporations shall not be created by special act, except for municipal purposes.

The General Assembly may tax trades, professions, franchises and incomes, provided that no income shall be taxed where the property from which the income is derived is taxed.

### **II. CORPORATIONS.**

The charter of every corporation shall be subject to alteration, modification, amendment or repeal in the discretion of the Legislature, and the Legislature may at their pleasure dissolve any corporation.

Any number of persons not less than three may form a corporation, and such persons shall execute a certificate of incorporation stating its name, location of its office and the object for which it is formed, the amount of stock, how the same is divided and the capital with which it shall commence business, and the names and address of the stock subscribers, the aggregate of such subscriptions shall be the amount of capital stock with which the company will commence business, and its duration. This certificate shall be filed in the office of the Secretary of State, and there recorded, and a certified copy shall be recorded in the office of the clerk of the Superior Court of the county where the principal office of the company shall be established.

A director must be a stockholder. Every corporation, authorized to transact business in the State, shall file an annual statement with the Secretary of State, showing its capital stock, the amount issued, the names of the directors, its principal office, the name of the agent in charge thereof, upon whom process may be served.

Nothing but money shall be considered as payment of any part of the capital stock of any corporation, except in the case of purchase of property or labor performed, and no loan of money shall be made to a stockholder or officer thereof.

Any corporation may purchase, hold or dispose of the shares of the capital stock or bonds or evidences of indebtedness created by any other company of this or any other State, and while owner of such stock may exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

Stockholders' meetings shall be held at the principal office of the company within the State. Directors' meetings may be held outside the State. Every corporation shall maintain a principal office in the State and have an agent in charge over the transfer of stock.

Shares of stock of a corporation belonging to said corporation, shall not be voted upon directly or indirectly.

No corporation shall declare and pay dividends except from the surplus or net profits arising from its business, nor when its debts, whether due or not, shall exceed two-thirds of its assets.

Foreign corporations may acquire and hold and convey real estate for the purpose of prosecuting its business.

Every foreign corporation, before being permitted to do business in the State shall file in the office of the Secretary of State a copy of its articles of incorporation and a statement of the amount of its capital stock authorized and issued, its principal office in the State, and the name of the agent in charge thereof, the character of its business and the names and addresses of its officers and directors.

A court of record, known as a Corporation Commission, is created, which shall have all the powers and the jurisdiction of a court of general jurisdiction as to all subjects embraced in this act; no commissioner or official of the court shall directly or indirectly hold any stock or bonds or have any interest in any steamboat, railroad, canal, navigation, express, telegraph, telephone, bank, or building and loan company or association. This Commission shall have general control and supervision of all telegraph and telephone companies necessary to carry into effect the provisions of this act and the laws regulating such companies, and the commissioners shall, from time to time, visit the places of business and investigate the books and papers of all corporations engaged in the transmission of messages, either by telegraph or telephone. Controversies between corporations may be submitted

to the Commission as arbiters. From all decisions made by the Commission any party affected thereby shall be entitled to an appeal which shall be heard in the Superior Court, and thereafter either party may appeal to the Supreme Court of the State. Every officer or employee of any telegraph company who wilfully neglects or refuses to make and furnish any report required by the Commission, or who shall obstruct or delay the Commission in the discharge of its duties, shall forfeit \$500 for each offense. A delay of ten days to make and furnish such report shall raise the presumption that the same was wilful.

The Commission shall have power and are directed to make just and reasonable rates of charges for the transmission of messages by telegraph or telephone and for the rentals of telephones.

In fixing any maximum rate of charge or tariff, the Commission shall take into consideration, have proved or may require proof of the value of the property of such carrier used for the public in the consideration of such rate or charge, or the fair value of the service rendered, and determining the value of the property so being used for the public convenience, and shall consider the original cost of the construction the amount expended in permanent improvement, the present compared with the original cost of construction of all the property within the State, the probable earning capacity of the property under the particular rates proposed, and the sum required to meet the operating expenses of such carrier and all other facts that will enable them to determine what are reasonable and just rates, charges and taxes.

Commission shall from time to time, as often as the circumstances may require, change and revise any schedules of rates fixed by the Commission or allowed to be charged by any telegraph or telephone company.

### **III. TELEGRAPH AND TELEPHONE COMPANIES.**

Any company possessing the power to establish telephone and telegraph lines shall have the power to establish, maintain and operate such lines along any railroad or public highway, but such lines shall not be so constructed as to obstruct the usual travel of such railroad or highway and such company shall have power to acquire easement in rights of way, and they may exercise the

right of eminent domain and proceed to have the property desired for their right of way condemned for their use.

No telegraph or telephone company shall demand, collect or receive for any service rendered or to be rendered in the transmission of messages, more than the rates appearing in the printed tariff of each company in force at the time such service was rendered or more than is allowed by law. Upon application by the person aggrieved, overcharges of tariff rates shall, upon written demand, be refunded, and failure to refund the overcharge shall cause the company so failing to do, to forfeit to the party aggrieved \$25 for the first day and \$5 per day for each day's delay thereafter, until the overcharge is paid; provided, the total forfeiture shall not exceed \$100.

#### IV. TAXATION.

The Board of State Tax Commissioners is formed.

A license tax shall be paid for the privilege of carrying on business and each telegraph company shall pay for that privilege  $2\frac{1}{2}$  per cent. of the gross earnings of said company, which shall be an annual tax, payable in quarterly installments, and each company shall, under oath, certify to the Treasurer of the State, quarterly, the amount of its gross receipts and pay the tax imposed; provided, that no county, city or town shall be allowed to impose an additional tax, license or fee to that provided in this section, except the *ad valorem* tax. All telephone companies shall pay an annual tax of  $2\frac{1}{2}$  per cent of its gross receipts, reckoning the proportion of interstate business done within the State; provided, that if the company shall file a statement showing one-fourth of its assets are invested and maintained in bonds of the State or county, city or town, or any property situate in this State and taxable therein, then the tax shall be  $1\frac{1}{2}$  per cent., and if the amount so invested shall be one-half of its assets the tax shall be 1 per cent., and if the amount so invested shall be three-fourths of its total assets, the tax shall be one-half of one per cent. The duty is placed upon the assessors of each county to make diligent inquiry as to whether or not all license taxes shall have been paid.

Every telegraph company, foreign or domestic, shall annually deliver to the Board of Corporation Commissioners a statement showing its total capital stock, number of shares issued and out-



standing and the par value of each, its principal place of business, the market value of the shares and if they have no market value then the actual valuation, the real estate, structures and fixtures owned by the company and subject to local taxation within the State, and the location and assessed valuation thereof in each county, the specific real estate with permanent improvements owned by the company situate outside the State and not directly used in the conduct of its business, the purposes for which used, and the sum at which the same is assessed in the locality where situate, all mortgages upon the whole or any part of its property, the total length of its lines outside the State and inside the State, and the length of lines within each county and township in the State.

Every telephone company shall deliver to the Corporation Commission a statement annually, showing its capital stock invested in the operation of the telephone business, the number of shares and the par and face value thereof, its principal place of business, the market value of the shares and if they have no market value then the actual value thereof, and the real estate structures and fixtures owned by the company for the local taxation within the State, and the location, assessed valuation of the same in each county where the same is assessed for local taxation, and the specific real estate owned by the company outside the State and not used directly for the conduct of its business, with the description of each business, the purpose for which it is used, and the sum at which the same is assessed for taxation in the locality where situated, and all mortgages on the whole or any part of the property, and the total length of lines without the State, the total length in the State, and the location of the lines in the counties and townships within the State.

The Corporation Commission shall ascertain the true cash value of the property, taking the aggregate value of all the shares of stock, and if there be mortgages, the amount of the mortgages shall be added to the market value of the aggregate shares of stock or to the value of its capital and the result shall be deemed as the true cash value, and shall deduct therefrom the assessed value for taxing in the locality where it is situate of the other pieces of real estate within the State and not specifically used in the business of

the company. And such Commissioners shall next ascertain the true cash value of the property within the State, being guided by the proportion of the whole aggregate value after deducting the assessed value of such real estate without the State which the lines of the companies within the State bears to the total length thereof, and such amount so ascertained shall be deemed as the entire value of the property of such companies. The Corporation Commission shall also assess the value for taxation of all real estate, structures, machinery and appliances of telegraph and telephone companies within the State subject to local taxation, which assessment shall be certified by the Commission to the localities in which such property is situate.

From the entire value shall be deducted by the Commissioners, the assessed value for taxation of all real estate and appliances within the State subject to local taxation in the counties and the residue of such value after deducting the assessed value of such local properties shall be by such board assessed to the said companies and the Corporation Commission shall thereupon ascertain the value, number of miles of the property within the State by dividing the total value by the number of miles within the State, and the result shall be deemed and held as the value per mile of the property of such company. And such Commission shall then multiply the value per mile by the number of miles in each county, and the result shall be, by the clerk of the board, certified to the respective counties, through, into or over or across which the lines of such company extend.

All taxes due to the State, except the tax for school purposes, shall be paid to the State Treasurer, and in the event of failure or refusal to pay any taxes, same may be enforced in the name of the State and judgment shall include a penalty of 50 per cent. of the amount of taxes assessed and unpaid, together with a reasonable attorney's fee.

Cities and towns are body politic and corporate, and have powers to grant, upon reasonable terms, franchises and public utilities, and the boards of commissioners thereof have the power to make ordinances, rules and regulations for the government thereof. And the board of commissioners may levy and collect for municipal purposes a tax upon all persons and property within

the corporation liable for taxation for State and county purposes and may annually levy a tax on all trades, professions and franchises carried on or enjoyed within the State.

#### **V. CRIMES AND PENALTIES.**

Any person who wilfully and without authority opens or reads a sealed letter or telegram or shall publish the whole or any part thereof without authority, is guilty of a misdemeanor.

If any person violates any of the provisions of the law against trusts and monopolies he shall be guilty of a misdemeanor. No person shall unnecessarily disconnect the wire or in any way render a telephone line or any part of such line unfit for use in transmitting the message, nor shall such person unnecessarily cut, tear down, or destroy, or render unfit for the transmission of messages, any part of the wires of a telephone line, and if he shall so do, he is guilty of a misdemeanor. Any person who wrongfully by connivance with a clerk or employee of a telephone company obtains knowledge of the contents of a message, or any clerk or employee who wilfully divulges the contents of any telegraph message, or wilfully refuses or neglects duly to transmit or deliver the same, shall be guilty of a misdemeanor. Any wilful injury or destruction to any telegraph or telephone pole, wire or fixture is a misdemeanor. If any person wrongfully obtains any knowledge of a telephonic message by connivance with a clerk or employee of a telephone company or if a clerk or employee wilfully divulges the contents of any message, intrusted to him for transmission in any way whatever, he shall be guilty of a misdemeanor. No person shall negligently and carelessly cut or fell any tree or any limb or branches therefrom in such a manner as to cause the same to fall across any telephone or electric light wire and if he shall so do, and an injury to the wire shall be occasioned, he is guilty of a misdemeanor.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The General Assembly shall meet biennially.

## NORTH DAKOTA.

### I. CONSTITUTION.

No charter of incorporation shall be granted by special law except in the case of such municipal, charitable, educational, penal or reformatory corporations as may be under the control of the State.

The exercise of the right of eminent domain shall never be abridged or so construed as to prevent the legislative assembly from taking the property and franchises of incorporated companies and subjecting them to public use, the same as the property of individuals.

No foreign corporation shall do business in the State without having one or more places of business and an authorized agent in the same upon whom process may be served.

No right shall be granted to telegraph or telephone companies within any municipality without requiring the consent of the legal authorities having control of the streets or highways proposed to be occupied.

The railroads, telegraph and telephone companies are declared to be common carriers and subject to legislative control and regulation as to rates charged.

Private property shall not be taken or damaged for public use without just compensation having been first made to or paid into court for the owner. The Legislative Assembly shall not pass any special law granting to any corporation or individual the right to lay down railroad tracks or any special or exclusive privilege, immunity or franchise whatever.

### II. CORPORATIONS.

Private corporations may be formed by three or more persons, and the articles of incorporation shall be subscribed and must set forth its name, purposes, place of business, term of existence, directors, the amount and number of shares of its capital stock, and if a telephone or telegraph company the place from and to which the line is intended to be run, and the branches contem-

plated, and counties through which it is intended to be run, and the estimated length and cost of the line. The articles of incorporation shall be filed with the Secretary of State.

Every corporation shall annually file with the Secretary of State a report showing the location of its principal office, its officers and the date and expiration of their terms, and if, after notice, the corporation shall not within sixty days file such report the Secretary of State shall enter upon the records of his office the cancellation of the charter or certificate to do business, but such company whose charter or certificate has been so cancelled may be restored within six months after such default. A corporation may purchase, hold and transfer shares of its own stock from its surplus profits.

For the satisfaction of any judgment against a corporation authorized to receive tolls, its franchise and all rights and privileges thereof may be levied upon and sold under execution without any exemption, and the purchaser at the sale must receive a certificate of purchase and be immediately let into the possession of all property necessary for the exercise of the powers and the receipt of the proceeds thereof, and must thereafter conduct the business of such corporation with all its powers and privileges and subject to all liabilities until the redemption of the same. The Legislature may at any time amend or repeal this act or any part thereof and dissolve all corporations thereunder.

Foreign corporation can do business in the State when it has filed in the office of the Secretary of State a copy of its charter or articles of incorporation and complied with the provisions of this act, and shall have appointed the Secretary of State its agent upon whom all process in any action may be served, and shall agree that any process so served upon said agent shall be of the same force and validity as if served upon it personally in the State.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

The board of county commissioners of a county and board of supervisors of any town, board of aldermen of any city or trustees of any village may, when deemed for the best interests of their respective municipalities, grant to any person or company organized under the laws of this State or licensed to do business therein

the right of way for erection of telephone lines over any streets or public places in their care or supervision, and such boards shall have the right to place such conditions, regulations and restrictions as they may deem proper thereon.

A carrier of messages for reward must deliver them at the place to which they are addressed or to the person for whom they are intended and must use great care and diligence in the transmission and delivery thereof. The liability of a common carrier can be limited only by special contract, but it cannot be exonerated by any agreement made in anticipation thereof from liability for gross negligence, fraud or wilful wrong of itself or servants. Each common carrier of messages by telegraph must transmit every message upon its receipt and in the order in which they are received, and every person whose message is refused or postponed is entitled to recover his actual damages and \$50 in addition thereto.

A warrant of arrest may be transmitted by telegraph when authorized thereto by a judge of the Supreme or District Court by endorsement on said warrant.

Private property shall not be taken or damaged for public use without just compensation being first made and the right of eminent domain may be exercised in behalf of telegraph and telephone lines.

#### IV. TAXATION.

All personal property of telegraph and telephone companies, including the poles and fixtures and all other apparatus used in conducting its business, shall be listed and assessed by the State Board of Equalization.

The accounting officer of each company shall make out and deliver to the assessor a sworn statement of the amount of its stock, its location, capital stock paid in, its market value and actual value, the amount of its indebtedness, value of real property and value of personal property.

All telephone property within the State, including lines and instruments, shall be listed and assessed at its true value.

The State Board of Equalization shall assess at its actual value the franchise and all property within the State of all telegraph or telephone companies, and shall divide the valuation so found

of each continuous line by the number of miles of such line in the State, and the result shall be the valuation per mile for which each such line shall be assessed, and such valuation per mile shall be apportioned to each county and to each, the number of miles of such line contained therein.

The State Auditor shall certify the equalized value of each county to the county auditor and certify the number of miles operated by each of the companies in such county and the valuation per mile as determined by the State Board of Equalization, and the county auditor shall apportion such value to the cities, towns and villages and districts through which such lines run according to the number of miles contained in each. The city council has power to regulate and prevent the use of streets, sidewalks and public grounds for telegraph or telephone poles, and the boards of trustees of villages shall have like power within their municipality.

#### **V. CRIMES AND PENALTIES.**

The wilful or malicious removal or injury of any telegraph or telephone line or appurtenances is a misdemeanor.

Every person who discloses the contents of a telegraphic despatch without permission or having in his possession any such despatch maliciously suppresses or secretes the same, is guilty of a misdemeanor, or any person who unlawfully makes use of a telegraph or telephone lines or cuts or taps the same or reads or copies in any unauthorized manner any communication or message being sent or who obstructs by an unauthorized means or prevents the sending or transmission of any message or aids or employs or conspires with any person so to do, is guilty of a felony.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

A trust is a combination of capital, skill or acts by two or more persons, firms or companies, for either or any or all of the following purposes.

To create or carry out restrictions in trade, to limit or reduce the production or increase or reduce the price of merchandise or commodities, to fix any standard or figure whereby its price to the public shall be in any way controlled or established upon any

commodity intended for sale, use or consumption or to establish any pretended agency whereby the sale of such commodity shall be covered up or made to appear to be for the original vendor, for like purpose, and to enable such original vendor to control the wholesale or retail price of any article after title to such shall have passed from him, or to make or enter into or carry out any agreement by which they shall combine or they bind themselves to sell, dispose of or transport any commodity below a common standard figure or card price list, or by which they shall agree in any way to keep the price of such article at a fixed or graduated figure or by which they shall in any way establish or settle any price thereof or transportation between them or themselves and others so as to preclude the free and unrestricted competition among themselves or others in the sale or transportation of any such commodity, or by which they agree to pool, combine or unite any interest they may have in connection with the same or transportation of any commodity that its price might in any way be affected.

Any corporation which shall violate any of the provisions of this act shall forfeit its articles of incorporation and franchise, and its corporate existence shall cease and determine. Every foreign corporation violating the provision of this act is denied the right and prohibited from doing any business in the State.

The Secretary of State shall annually require each corporation to file with him a statement under oath as to whether such corporation has all or any part of its business or is interested in or with any members, association of stockholders, forming a trust or combination in restraint of trade as herein provided. And upon failure to file such answer, proceedings may be taken within any county in the State to forfeit the articles of incorporation or authority to do business in the State, and revoke the right of foreign corporations located herein to do business in the State. Any violation of the provisions of this act are declared to be a conspiracy against trade and is a misdemeanor, and any person engaged therein shall be punished by a fine of not less than \$2,000.

A contract or agreement in violation of this act shall be void and not enforceable in law or equity, and any purchaser of any



article or commodity from any person or association or company conducting business contrary to any of the provisions of this act shall not be liable for the price or payment of such article and may plead this act as a defense to any suit for such price or payment.

The fines provided in this act may be recovered in an action of debt in the name of the people of the State.

#### **VII. LEGISLATURE.**

The Legislative Assembly shall meet biennially.

## NEW HAMPSHIRE.

### I. CONSTITUTION.

The General Court shall not authorize any town to loan its credit or give its money directly or indirectly for the benefit of any corporation having for its object a dividend or profits or in any way aiding the same by taking its stock or bonds.

### II. CORPORATIONS.

Voluntary corporations may be formed by five or more persons who shall associate by articles of agreement which articles shall be recorded in the office of the town clerk in which its business is to be carried on, and in the office of the Secretary of State.

Foreign corporations doing business in the State shall file with the State Librarian annually a printed report of their condition issued by them during the preceding twelve months. No corporation shall sell or dispose of any of its capital stock at a price less than par value nor shall they make any by-law to restrain the free sale of the shares of its stock.

No corporation, except banks and insurance companies, shall contract debts or incur liabilities exceeding one-half the value of its property. Within thirty days after the whole amount of the capital stock has been paid in, the directors and treasurer shall make a certificate of the full payment thereof, and file the same in the office of the clerk of the town where the corporation has its principal business, and if such corporation has no place of business in the State all certificates and other papers required to be filed or recorded shall be filed or recorded in the office of the Secretary of State.

Each corporation, except insurance, railroad, bank and other loan associations shall annually make a return to the Secretary of State and the town clerk of the amount of all assessments voted by the corporation and paid in, the amount to be due to and from the corporation and the value of all its property and assets and abstracts thereof shall be made annually by the Secretary of State and laid before the General Court.

**III. TELEGRAPH AND TELEPHONE COMPANIES.**

Telegraph, telephone and electric light lines may be placed in the highways upon petition to the selectmen of the town through which the line will pass who may grant a license for such time as they deem expedient, and may change from time to time and may revoke whenever the public requires, and shall fix and set the size and location of the poles and structures and wires thereon; and the boards and mayor and aldermen in cities are authorized to delegate this power to such agents as they may appoint. No poles or structures or wires shall be so placed as to interfere with travel on the highways, nor shall the proprietors thereof injure shade or ornamental trees without the consent of the owner, and if any such wires or poles are placed or continued in a highway without license they shall be deemed to be a public nuisance.

If any person be damaged by the erection of any poles or fixtures or wires he may apply to the selectmen to assess his damages, and in all cases such damages, if any, may be charged as shall be legally and justly due.

The proprietors of every public telegraph and telephone line shall maintain offices for the transmission and receipt of messages at such points as will reasonably accommodate the persons having occasion to use them, and the selectmen of any town through which such line passes may petition the Supreme Court for the location of an office at a particular place therein and the court, after notice, may order the proprietor of the line to establish and maintain such office if the public convenience requires it.

All telegraph, telephone and electric light companies serving parties for hire shall be deemed to be public and shall reasonably accommodate persons wishing to enjoy their facilities without discrimination and at reasonable rates.

The proprietors of every line of wire strung in a highway shall indemnify the town against all damages to which it may be subject by reason of any insufficiency or defect in the highway occasioned by the presence of the wires and their supports thereon, and shall be responsible directly to any person receiving injury to his person or estate from the wires or by the use thereof by the proprietors.

No enjoyment by a person or corporation for any length of time of the privilege of having or maintaining wires and their

supports in, upon, or attached to any building shall create an easement or raise any presumption of a grant thereof.

Wires may be temporarily discontinued provided the person having occasion to do so shall first serve a written statement of the time and place where he wishes to make such discontinuation at any office of the proprietors in the town where such place is situated, twenty-four hours before the time so stated, or where there is no such office by a notice deposited in the post office directed to the proprietors three days before the time mentioned in the statement.

The proprietors of such lines may obtain confirmation of the locations of their lines actually constructed and operated beneath the surface of any highway by petition to the selectmen of the town within which the lines are maintained.

Savings banks may make investments of their funds in the bonds of telephone, telegraph or express companies doing business in the United States or territories, provided the total indebtedness of such company does not exceed its capital actually paid in and remaining unimpaired, and provided such company has earned and paid regular dividends of at least 4 per cent. per annum upon its capital stock for five years previous to such investment, but not exceeding 10 per cent. of its deposits, shall be by said bank so invested.

#### IV. TAXATION.

The State Board of Equalization shall be appointed who shall assess the taxes upon railroad, telegraph and telephone companies, each company operating a line within the State shall pay an annual tax upon the value on the first day of April of each year of the telegraph or telephone line within the State then operated or owned by such person or company, including poles, wires, instruments, apparatus, office furniture and fixtures at a rate as nearly equal as may be to the average rate of taxation at that time upon other property throughout the State.

The State Board of Equalization shall determine the value of the property to be taxed, the rate of taxation, and shall assess such tax, and they shall file a certificate of their decisions with the State Treasurer, and if the tax is not paid when due interest, at the rate of 10 per cent. per annum shall be added.

Railroad, telegraph and telephone companies shall be taxed only in the mode herein prescribed, except upon real estate not used in their ordinary business, and the taxes assessed by virtue of this act shall be in lieu of all taxes upon the stocks issued by such company. The real estate thereof not in use in their ordinary business shall be appraised and taxed by the authorities of the towns in which it is situated. The city councils and selectmen of the town have the care and superintendence of all public highways and streets, and may regulate the use thereof.

#### **V. CRIMES AND PENALTIES.**

Wilful injury to telegraph and telephone lines or property is punishable by a fine not exceeding \$500 or imprisonment not exceeding two years. Every telegraph or telephone company or municipal corporation employing more than ten persons at one time shall pay the wages earned each week to their employees who work by the day or week within eight days after the expiration of the week or upon demand after that time.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The General Assembly shall assemble biennially.

## NEW JERSEY.

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### I. CONSTITUTION.

Private property shall not be taken for public use without just compensation first being made to the owners.

No county or municipality shall give any money or property or loan its money or credit to or in aid of any corporation, or become security for, or be directly or indirectly the owner of any stock or bonds of any association or corporation. The Legislature shall not pass any private, local or special law granting to any corporation, association or individual any exclusive privilege, immunity or franchise whatever.

### II. CORPORATIONS.

Three or more persons may become a corporation for any lawful purpose, other than savings bank, building and loan, insurance, surety, railroad, telegraph, telephone, canal or turnpike or other companies which shall need to possess the right of taking and condemning lands in the State, but it shall be lawful to form a company for the purpose of constructing, extending and operating railroads, telephone or telegraph lines outside the State.

The certificate of incorporation shall be signed in person by the subscribers to the capital stock, and shall be filed and recorded in the office of the clerk of the county where the principal office of such corporation shall be established and after being so recorded shall be filed in the office of the Secretary of State. Every domestic corporation and every foreign corporation doing business in the State shall annually file with the Secretary of State a report setting forth the name, the location of its office, the character of its business, the amount of authorized capital stock, and the amount issued, the names and addresses of all directors and officers with the term of office, the day appointed for the next annual meeting, and the statement that the said company has displayed at the entrance of its registered office its name and has kept therein a transfer book.

The meetings of stockholders shall be held within the State but the directors may hold their meetings outside the State if the by-laws or incorporation certificate so provides.

Nothing but money shall be considered as payment of any part of the capital stock of any company except provided in the case of the purchase of property, and no loan of money shall be made to a stockholder or officer thereof. Corporations are authorized to hold, sell and dispose of the stock or bonds of other corporations.

Foreign corporations may hold and convey real estate within the State for the purpose of prosecuting its business or objects, but before transacting any business in the State shall file with the Secretary of State a copy of its certificate of incorporation and a statement of the amount of its capital stock and the amount issued, the character of its business and designating its principal office and agent, who shall be a domestic corporation or any person of full age actually resident of the State, together with his place of abode, upon whom process may be served. A foreign corporation shall pay the same fees, penalties and licenses as are imposed upon corporations of this State by the laws of the State in which such foreign corporation is organized, and shall pay the same so long as such laws continue in force in such foreign State.

Any two or more domestic corporations formed for the purpose of carrying on any kind of business of the same or similar nature may be merged or consolidated into a single corporation.

No corporation which has acquired or may acquire a franchise from the State or municipality thereof to use or occupy any public road or place shall hereafter sell, deliver or issue any of its capital stock except for cash, of a like or greater amount than the par value of the stock issued therefor or for property of at least the actual cash value of the amount of stock at par value issued in payment therefor, nor shall such corporation sell or deliver its bonds or obligations of any character except in return for cash to the extent of at least 80 per cent. of the face value of the securities issued or for property of an actual cash value of at least 80 per cent. of the face values of the securities issued in payment therefor.

Upon the issuance, sale and delivery of its stock, bonds or obligations, a corporation shall forthwith file in the office of the

Secretary of State a certificate setting forth the amount of stock, bonds or obligations sold, the amount of cash received in payment, or if the securities were issued for the acquisition of property such certificate shall state that the actual cash value of the property transferred was equal to at least a par value of the stock issued therefor or equal to at least 80 per cent. of the face value of the securities other than stock issued therefor.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Three or more persons may associate into a company for the purpose of constructing, owning and maintaining lines of electric, telephone or telegraph or both, wholly within or partly beyond the limits of the State. Shall execute a certificate setting forth the name, the location of its principal business office, its object, the amount of the total authorized capital which shall not be less than \$2,000, the number of shares into which the same is divided, the full value, the amount of capital stock with which they will commence business, which shall not be less than \$1,000, a description of the different classes of stock, if any, the period of duration, the number of shares subscribed, the aggregate of which shall be the amount of capital stock with which the company will commence business, which certificate shall be recorded in the office of the clerk of the county where the principal business office shall be established, and after being there recorded shall be filed in the office of the Secretary of State.

At the election of officers the president, treasurer, secretary, and at least three directors shall be chosen, one-third of whom shall be citizens of the State.

No line of telegraph company organized and working under this act shall be privileged to charge more than 25 cents for any message not exceeding ten words in length, and every message exceeding ten words in length 25 cents for the first ten words and ten cents for every ten words over the first ten, and at that rate for less than ten, to any point in the State, provided, however, the said messages are intended to be transmitted over but one company's line.

Such companies shall pay one-half of 1 per cent. upon the amount of its capital stock into the State treasury upon the organization thereof.



Any company organized and working by virtue of this act shall establish, maintain and keep open at least one office every twenty miles traversed by their line.

Wilful injury to telegraph lines is punishable by a penalty of \$100 to be recovered as debts of like amount by the company injured, and for a second offense by imprisonment not exceeding one year.

Any company organized by virtue of this act shall have power to erect, construct and maintain the necessary poles, wires, apparatus and fixtures over and under any public highway upon first obtaining consent in writing of the owner of the soil to the placing of the poles, and upon, through or over other lands subject to the right of the owners to full compensation therefor; provided that no poles shall be erected in any street of any municipality without first obtaining a designation of the streets in which the same shall be placed and the manner of placing the same, and they shall be located so as to not interfere with the safety or convenience of persons traveling over such streets.

Any telegraph company may connect and consolidate with another incorporated telegraph company. It shall be unlawful for any person connected with any telegraph line to divulge the contents of a despatch which may be sent or received over any line in the State without the consent or direction of the party receiving the same, and the penalty therefor is a fine of not less than \$100 or imprisonment not exceeding six months.

The common council or legislative body of any municipality shall give to a company commencing to construct their line a writing designating the streets in which the poles shall be placed and the manner of placing the same.

If wires or cables be attached to buildings no lapse of time shall raise a presumption of any perpetual right to such attachment or extension.

It shall be lawful for every railroad company of the State to erect, establish and maintain a line of telegraph for the public use upon the right of way of such railroad company and to erect and establish and maintain extensions of such line in any direction from such primary line or such distance as may be necessary along, over and upon its highways and along the public roads and highways of the State or otherwise. Every railroad company

establishing such line shall maintain at least one office for every twenty-five miles traversed by its line for the transmission of messages, and shall receive and transmit all messages upon being paid such charges as by law the said corporation may charge for such services, and a railroad company maintaining such line is authorized to collect for each message of not more than ten words 25 cents and for each additional word 1 cent, provided that such messages are intended to be transmitted only over the lines of the company to whom such messages are tendered.

Railroad companies maintaining telegraph lines may make arrangements with other railroad or telegraph companies for the reception and transmission of messages, and for all messages transmitted over the telegraph lines of other companies which railroad corporation to whom such message shall be tendered may charge, receive and collect a reasonable and customary rate for such transmission.

#### IV. TAXATION.

Every telegraph and telephone company shall pay an annual tax by way of license for its corporate franchise and every such company shall annually make report to the State Board of Assessors showing the gross amount of its receipts from business done in the State for the year preceding, and upon which such company shall pay to the State an annual license fee or franchise tax of 2 per cent. upon the gross amount of its receipts, which taxes shall be payable to the State Treasurer and shall be a debt due from the company to the State for which an action at law may be maintained and also the State may by its Attorney-General apply for an injunction to restrain a corporation from exercising its franchise or transacting any business within the State until the payment of such tax.

The State Board of Assessors shall annually ascertain and apportion the franchise tax to the various taxing districts in proportion to the value of the property in or upon or under any public street, road or other public place therein.

In cities of the first class the board of street and water commissioners shall have power to regulate and control the use of the streets by posts, poles and other similar encroachments and all ordinances granting to any person consent to the location of pole,

lines, or the stringing of wires shall be published and the costs of publication thereof shall be paid by the persons or corporations applying for the consent, right or privilege. The city council has the right to regulate the manner in which conduits, wires and other constructions for conducting or conveying electricity shall be conducted and protected.

#### **V. CRIMES AND PENALTIES.**

Any corporation or telephone company engaged in transmission of communications that shall knowingly bring or transmit the drawing or list of numbers drawn or purporting to be drawn of any lottery or drawing to any place within the State or shall knowingly receive such list or shall knowingly carry any message that shall further promote the interest of any unlawful pursuit shall be guilty of a misdemeanor.

Wilful or malicious injury or destruction of any battery, pole, wire or other fixture of a telegraph, telephone line, or interference with the work or operation therefor, or if a person shall wilfully or maliciously prevent or obstruct in any way the sending or conveyance or delivery of any communication he shall be guilty of a misdemeanor.

It is unlawful for a corporation employer of labor to make as a condition of employment the renunciation of membership in any labor society, and it is unlawful to require individuals to renounce existing membership or to promise to refrain from joining any such lodge or organization at any future time.

It is unlawful for any person to purchase or have assigned to him the wages of a working man on which shall be contracted to be paid or received more than legal interest. Bi-weekly payments shall be made in lawful money to each and every employee engaged in his or its business of the full amount of wages earned and unpaid to such employee up to within twelve days of such payment.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The members of the Senate and General Assembly shall meet every year.

## NEW YORK.

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### I. CONSTITUTION.

Corporations shall not be created by special act, except for municipal purposes, and in cases where, in the judgment of the Legislature, the objects of the corporation cannot be attained under general laws.

Where private property shall be taken for any public use, the compensation made therefore when such compensation is not made by the State, shall be ascertained by a jury, or by not less than three commissioners appointed by a court of record, as shall be prescribed by law.

Counties, cities and towns shall not give or loan money or its credits in aid of any individual or company, or become directly or indirectly the owner of stock or bonds thereof, nor shall any county, city, town or village be liable to incur any indebtedness, except for county, city, town, or village purposes.

Free passes, franking privileges or discrimination in passenger, telegraph or telephone rates shall not be received by any public officer.

### II. CORPORATIONS.

Three or more persons may form a corporation; all must be of full age, two-thirds of them citizens of the United States, and one a resident of the State.

The original certificate of incorporation shall be filed with the Secretary of State, and a certified copy or a duplicate original of such certificate shall be filed and recorded in the office of the county clerk of the county in which the principal office of the corporation is located. When any corporation shall have sold or conveyed any part of its real property, the Supreme Court may, notwithstanding any restrictions of a general or special law, authorize it to purchase or hold from time to time other real property upon satisfactory proof that the value of the property so purchased does not exceed the value of the property so sold and conveyed within three years next preceding the application.

Any domestic corporation transacting business in foreign States or countries may acquire and dispose of such property as may be requisite for such corporation in the convenient transaction of its business.

No foreign corporation other than a monied corporation shall do business within the State without having procured from the Secretary of State a certificate that it has complied with the requirements of the law, to authorize it to do business and no foreign stock company doing business in the State shall maintain any action upon any contract in the State, made by it therein unless prior to the making thereof it shall have procured such certificate, and before obtaining such certificate such corporation must file in the office of the Secretary of State a statement setting forth its business, the place within the State where its office shall be and designating a person upon whom process may be served. Every foreign corporation except banking, fire, marine, casualty and life insurance companies wholly engaged in carrying on manufactures in this State, fraternal insurance, endowment orders and building and loan companies shall pay a license fee of one-eighth of one per cent. to be computed on the basis of the amount of capital stock employed by it within the State, and any foreign corporation may acquire real property as may be necessary for its corporate purposes and may acquire real property at a sale upon the foreclosure of any mortgage or judgment or decree for it held or by it, or may take by devise any real property and hold the same for not exceeding five years from the date of such purchase or from the time when the right of the possession thereof vests in such devisee. No company, except such as is organized or maintained for political purposes only shall directly or indirectly make any political contribution. No loans of money shall be made by any stock company, except a monied corporation or by any officer thereof out of its funds to any stockholder therein.

Upon written notice so to do, by a creditor or a stockholder, each domestic and foreign stock company, except monied and railroad companies shall report to the Secretary of State, showing the amount of its capital, and the proportion issued, the amount of debts, the amount of assets, and the names and addresses of directors and officers, and in the case of a foreign corporation, the

names and address of the persons upon whom process can be served. A stock company except a railroad company with the consent of two-thirds of its stock may sell and convey its property and franchises to a domestic corporation engaged in a business of the same general character. Any domestic stock company and any foreign company authorized to do business in the State, may merge with another corporation of the stock of which other company it is the owner provided it is engaged in a business similar or incidental to that of the possessor of such stock.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Seven or more persons may form a corporation for the purpose of constructing, owning and maintaining lines of electrical, telegraph or telephone partly within the State, or wholly within or partly without the State, and the certificate of incorporation among other things shall state the general route and point to be connected and any such corporation may construct and maintain any lines of telegraph or telephone not described in its original certificate of corporation whether wholly within or wholly or partly within the State, and may join with any other company in constructing, owning and maintaining such line or holding or owning any interest therein or becoming lessees thereof upon filing in the same manner as the original certificate, an amended certificate, executed by at least two-thirds of the directors of the company described and route of such lines and designating the extreme point connected thereby, and upon procuring the written consent of the persons owning at least two-thirds of the capital stock of such company.

Such corporations may erect, construct and maintain the necessary fixtures for its lines over or under any of the public roads, streets or highways or public waters, or upon or through lands subject to the right of the owner thereof to full compensation for the same.

Every company shall receive despatches from other telephone or telegraph line and through or from any individual and upon payment of the usual charges for transmission shall transmit the same with impartiality and good faith, and in the order in which they are received, and upon neglect or refusal so to do, shall pay \$100

for every such refusal or neglect to the person sending or desiring to send the same.

Any corporation organized under this act may lease, sell, or convey its rights, property and franchises to any company, either telegraph or telephone, organized under the laws of this or any other State, and may acquire the property and privileges of franchise or any interest therein of any such corporation and may make payment therefor in its own stock, money or property, or receive payment therefor in the stock, money or property of the corporation to which the same may be sold, leased or conveyed, but the same shall not be valid or binding until ratified by two-thirds of its directors by a three-fifths of the capital stock.

The police department of any city in addition to the police force may appoint a number of persons not exceeding 200 who may be designated by any corporation operating a system of sending by telegraph to a central office for police assistants to act as special policemen in connection with such telegraphic system. Such appointees shall possess the qualifications required by the police department for special service, and shall be subject in case of emergency to do regular police duty, and the police department shall have power to revoke any such appointment.

Whenever any wire or cable used for telegraph, telephone, electric light or any other electric purpose, or for the purpose of communication otherwise than by the power of electricity, is or shall be attached to or does or shall extend upon or over any building or land, no lapse of time shall raise a presumption of any grant or justify a prescription of any perpetual right to such attachment or extension.

Service of process upon a telegraph company may be made by serving copy on any office manager of the defendant residing in any county unless at least thirty days before the issue of the summons defendant has filed in the office of the clerk of the county a written instrument disclosing the person residing in the county upon whom process to be issued by a justice of the peace against defendant may be served.

Any company organized for the purpose of owning, constructing and maintaining lines of electric telegraph are authorized to construct and lay lines for electrical conductors under ground in any

city, village or town subject to the provisions of law in reference to such companies and provided that they shall before laying such line obtain from the common council, village trustees or highway commissioners permission to use the stretes of this said city, town or village for the purposes set forth.

All telegraph, telephone and electric light wires and cables used in any incorporated city having a population of 500,000 or over shall be placed under the surface of streets, and every corporation or person owning or controlling telegraph, telephone, electric or other wires and cables, including what is known as telegraph poles and other appurtenances, shall have the same removed from the surface of all streets in every such city.

No city shall grant any exclusive privileges or franchise to any corporation or individual by which a monopoly may be created or competition prevented on equal terms.

Telegraph and telephone companies shall afford to policemen and firemen the use of its lines for the purpose of making and receiving reports and communications in the course of their official duty.

#### **V. TAXATION.**

The clerk of the board of supervisors in each county shall, within five days after the making of the annual tax warrant, deliver to the county treasurer a statement showing title of all railroads, telegraph, telephone and electric lines in the county, the valuation of the property, real and personal and the amount of tax assessed or levied in such valuation in each town or city in the county. The term "real estate" and real property includes the land under and above water, buildings and structures, sub-structures and super-structures. All telegraph lines, wires, poles and appurtenances, all supports and enclosures for electric conductors, all pipes and tanks laid or placed in or upon any public or private street for conducting heat, oil, electricity or any proper substance or product capable for transportation or conveyance therein. The capital stock of every company except such part as shall have been excepted in the assessment roll or exempt by law, together with its profits or reserve funds, excepting 15 per cent. of this capital after deducting the assessed value of its real



estate and assessments of stock in other companies actually owned by it which are taxable upon their capital stock under the laws of this State shall be assessed at its actual value. A fiscal officer of every corporation deriving an income from its capital shall annually deliver to the assessor of the tax district a certificate specifying the real property owned by it, its situation and the sum actually paid therefor; the capital stock paid in excepting the sums paid for real property, and the amount of such stock held by the State or by any incorporated library or charitable institution, the tax district in which the principal office of the company is situate, and in case it has no office, the tax district in which its operations are carried on.

The county clerk shall furnish to each town clerk annually a certified statement containing the names of every stock company incorporated during the preceding year. The assessors shall assess corporations and, in any town in which a railroad, telegraph, telephone or pipe line company is assessed upon property lying in more than one school district, shall apportion the assessed valuation of that property among such several school districts.

The State Board of Tax Commissioners shall annually fix and determine the values of each special franchise subject to assessment in each city, town or tax district, and shall file with the city or town clerk a statement of the valuation of each such franchise as fixed and determined. Each clerk shall deliver a copy of such franchise assessment certificate by him to the assessors charged with the duty of making local assessments, and the valuation of every franchise so fixed shall be entered by the assessors in the assessment roll and become a part thereof as if such assessment had originally been made by the assessors. Each person or company acquiring a franchise must make written report to the State Board of Tax Commissioners containing a full description of each franchise possessed and enjoyed by it, and a copy of the law, grant or ordinance under which the same is held. On making the special franchise assessment the State Board of Tax Commissioners shall give notice of hearing at the same time. If when the special franchise tax is assessed any person or company has paid to the city, town or village for its exclusive use a percentage of its gross earnings or any license fee on account of such franchise the

amount so paid for such exclusive use shall be deducted from the tax based on the assessment made by the said Board of Tax Commissioners and the remainder due shall be the tax on such franchise payable.

The clerk of the board of supervisors shall deliver to the county treasurer a statement showing the names of every railroad, telegraph, telephone and electric light line in each tax district in the county and within thirty days after receipt by the county treasurer from the clerk such company may pay their tax to the county treasurer, and if not so paid the county treasurer shall notify the local collector. The collection of taxes against telegraph, telephone or electric light companies may be enforced by sale of instruments and batteries connected with the line, and in case of insufficiency the collector shall make return thereof to the county treasurer, who shall proceed to sell such part of the line in such tax district as may be necessary to satisfy the unpaid tax, and upon such sale shall execute to the purchaser a conveyance, and the purchaser shall become the owner thereof.

The organization tax for a domestic corporation is one-twentieth of 1 per cent. upon the capital stock or every increase, and the license tax on foreign corporations, except banking, fire, marine, casualty and life insurance companies, co-operative, fraternal life insurance companies and building and loan associations shall be one-eighth of 1 per cent., to be computed upon the basis of the capital stock employed by it within the State during the year for carrying on its business, or upon any increase thereof.

Every corporation doing business in the State shall pay annually a tax measured upon the amount of capital stock employed in the State.

Every corporation formed for telegraph or telephone purposes shall pay an annual license fee equal to five-tenths of 1 per cent. upon its gross earnings within the State.

Each transportation or transmission company shall make a written report to the Comptroller annually of its condition, stating the amount of its gross earnings from all sources and its gross earnings from its transportation or transmission business originating and terminating within the State. An action may be brought by the Attorney-General at the instance of the Comptroller to

recover the amount of the taxes due under the provisions of this act.

The Commissioners of Electrical Subways are appointed in cities having a population exceeding 500,000 and less than 1,000,000 whose salaries shall be paid by the State Comptroller and collected from the several companies operating conduits in said cities.

The sale or lease of real estate or franchise must be made at public auction, after notice, to the highest bidder, which sale must be subsequently approved by a resolution of the board of estimate and apportionment, and no franchise shall be granted for a period of longer than fifty years.

The commissioners of public works have over the streets within the city all the jurisdiction and is charged with all the duties of commissioners of highways within the towns of the State. A board of trustees of villages have power to enact ordinances to regulate the erection of telegraph, telephone or electric light poles or stringing of wires over the streets or public grounds within the village.

#### **VI. CRIMES AND PENALTIES.**

Any person who wilfully or maliciously injures or destroys a line of telegraph or telephone or appurtenances or who shall wilfully and unlawfully cut, break, tap or make connection therewith or read or copy any message or communication or report passing over the line or who shall delay the sending, transmission, conveyance or delivery of any authorized message by or through any telegraph or telephone line, or who shall employ or conspire with any person so to do, is punishable by imprisonment for not more than two years. A person who receives property which has been wrongfully appropriated in such manner as to constitute larceny, knowing the same to have been so stolen, or a junk dealer who buys or receives wire cable, etc., used by or belonging to a railroad, telegraph, telephone or electric light company without ascertaining whether the persons selling or delivering the same has a right so to do, is punishable by imprisonment for not more than five years. It is unlawful to open, read or publish a sealed letter, telegram or private paper and the person so doing is guilty of a misdemeanor.

It is unlawful for a person to wrongfully obtain any knowledge of a telegraph or telephone message or to divulge the same and the violation of the above is punishable by a fine of not more than \$1,000 or imprisonment of not more than two years, or both.

Whoever gives, offers or promises to any employee any gift or gratuity without the knowledge or consent of the employer with intent to influence an employee's action in relation to his master's business or any employee who requests or accepts the gift or gratuity with an understanding that he shall act in any particular manner to his employer's business or who receives a discount or bonus from the person making the sale or contract of material to his employer and any person who gives such a discount or bonus is guilty of a misdemeanor.

Every telegraph and telephone company shall pay each employee the wages earned by the employee in cash, and each employee shall be paid weekly the wages earned by him, but at not more than six days prior to the date of such payment. No child under 16 years of age shall be employed in any office of business or telegraph office, or in the distribution or transmission of merchandise or messages more than fifty-four hours in any one week or more than nine hours in any one day or before 7 o'clock in the morning or after 10 o'clock in the evening.

#### **VII. LIMITATIONS OF TRADE AND COMMERCE.**

Every contract or combination whereby a monopoly in the manufacture, production, or sale of any article or commodity of common use is or may be created or maintained, or whereby competition in the supply or price of any such commodity is or may be restrained or prevented, or whereby for the purpose of creating or maintaining a monopoly of the manufacture, production or sale of any such commodity, the free pursuit in this State of any lawful business or occupation, is or may be restricted or prevented, is hereby declared to be against public policy and illegal and void, and every person or corporation attempting to make such agreement is subject to a penalty of not exceeding \$5,000 or for imprisonment for not more than one year, or both.

The Attorney-General may bring an action to restrain and prevent the doing in the State of any act declared to be illegal and may present to the Supreme Court before taking the action, an applica-

tion for an order decreeing the persons therein named to appear and answer questions and produce papers and documents relating or concerning any alleged illegal agreement. The order shall be granted and shall require the witnesses to appear. And may require the person to be examined to produce all books and documents in his possession relating to the subject of such examination.

No domestic corporation and no foreign corporation in business in the State shall combine with another corporation or person for the creation of a monopoly or for the restraint of trade or for the prevention of competition in any necessary of life.

#### **VII. LEGISLATURE.**

Legislative counsel or agents shall, before entering upon service in promoting or opposing legislation, file with the Secretary of State a writing stating by whom he is retained or employed. The termination of such employment may be entered in the record of the employment. No person or company shall retain or employ any person to promote or oppose legislation for a compensation contingent in whole or in part upon the passage or defeat of any legislative measure, and within two months after the adjournment of the Legislature, each employer of such agent or counsel shall file in the office of the Secretary of State, a statement showing in detail, the expenses paid, incurred or promised directly or indirectly in connection with such Legislature, together with an itemized statement of the names of the payees and the amount paid.

The Legislature shall every year assemble on the first Wednesday in January.

## OHIO.

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### I. CONSTITUTION.

The General Assembly shall pass no special act conferring corporate powers. Counties, cities or other municipalities shall never be authorized to become a stockholder in any company or to raise money for or loan its credit to or in aid of such company or association.

No right of way shall be appropriated to the use of any company until full compensation be first made in money or first secured by a deposit to the owner irrespective of any benefit by any improvement proposed by any such company, which compensation shall be ascertained by a jury of twelve men in a court of record.

### II. CORPORATIONS.

At no time shall the amount of preferred stock exceed two-thirds of the actual capital paid in cash or property.

Any number of persons not less than five and a majority of whom shall be citizens of the State, may incorporate and the certificate of incorporation shall be filed in the office of the Secretary of State. And the persons named in the articles of incorporation shall order books to be opened for subscription.

Any number of persons not less than five, a majority of whom must be citizens of the State, can form a corporation, and shall execute articles of incorporation, and where the organization is for the purpose of the construction of an improvement, which is not to be located at a single place, the articles of incorporation must set forth the kind of improvement intended to be constructed and the termini of the improvements and the counties in or through which it or its branches shall pass.

The articles of incorporation must be acknowledged and filed in the office of the Secretary of State.

The incorporators or a majority shall then order the books to be opened for subscriptions to the capital stock at least thirty days' notice of which shall be published, and as soon as 10 per cent. of the capital stock is subscribed and subscribers shall so certify to the

Secretary of State, who shall thereupon give notice to the stockholders to meet for the purpose of choosing directors.

Before every meeting it is the duty of the officer or agent of the corporation having charge of its stock transfer, to make under oath a list of the stockholders to be delivered to the inspectors of election.

A corporation may borrow money not exceeding the amount of its capital stock and issue its notes or coupons or registered bonds therefor and may secure the payment by a mortgage on its real and personal property, and a private corporation may acquire or hold shares or stock in any other company, but no public or private corporation, domestic or foreign, can form any trust or combination for the purpose of restricting trade or competition.

Each domestic corporation shall make an annual statement of its condition and shall furnish each stockholder a copy thereof together with a list of the stockholders, and their places of residence.

No foreign corporation shall do business in the State without having first obtained a certificate from the Secretary of State and no such foreign corporation shall maintain any action upon any contract made by it in the State until such certificate has been procured and such foreign corporation shall file in the office of the Secretary of State, a copy of its charter and a statement setting forth the amount of stock, its business or jobs which it is engaged to carry on, and the place within the State which is to be its principal place of business and designating the person upon whom process may be served.

Foreign corporation when it retires from business in the State, is required to file with the Secretary of State, a certificate to that effect.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

A telegraph company may construct lines from point to point along the public roads by the erection of fixtures, poles and wires, but so as not to incommode the public, and such company may construct, own and maintain any lines which are described in its original articles of incorporation or in and where the same are wholly within or partly without the limits of the State, and may join with any other company in conducting lines or maintaining such lines upon such terms as may be agreed upon and such

companies may own and hold any interest in any such lines or become lessee thereof, but it shall be unlawful for any such company and the owner or others on rights of way to contract for the exclusive use thereof for telegraphic purposes.

Any such company may enter upon land and may appropriate so much thereof as may be necessary for the erection and maintenance of its poles and lines of wire.

No such company shall, without the consent of the owner in writing, enter a building or use or appropriate any part thereof or erect any pole in any yard or enclosure within which an edifice is situate nor erect such poles and fixtures so near any edifice as to occasion injury thereto or risk of injury in case such pole or abutment or wires are overthrown.

Where lines sought to be appropriated for telegraph lines are held by a corporation, the right of a company to appropriate the same shall be limited to such use of the line appropriated as shall not in any material degree interfere with the contract uses to which the company is authorized to put such lines in its charter and no such company shall erect poles or wires or fixtures in such close proximity to any other line of telegraph wires allowed by law to be erected as to interfere with the mechanical or practical working of such telegraph.

The right of such company to use lines held by railroad companies are limited to the line which lies within five feet of the outer limits of the right of way of the railroad company where it is practical to erect the line within those limits.

Where any lines are subject to the easement of a highway within any city or village, the mode of use shall be such as shall be agreed upon between the municipal authorities and the company. No person shall unlawfully or intentionally injure or destroy any of such lines or fixtures or property belonging thereto and on conviction shall be deemed guilty of a misdemeanor.

Each telegraph company shall receive despatches from every other telegraph line and from or for any individual and on payment of the charges shall transmit the same with impartiality and good faith under a penalty of \$100 for each neglect or refusal.

Where the person who sends a despatch desires to have it forwarded over the lines of other telegraph companies, whose termini



is within the limits of the usual delivery of such companies to the place of final destination, and tenders to the first company the amount of the usual charges for the despatch to the place of final delivery, the company shall receive the same and it shall pay to the succeeding line the necessary charges for the remaining distance, and the succeeding line shall exact the same and forward the despatch in the same manner as if the sender had applied to it in person and paid the usual charges, and for the omission so to do, shall be liable for a like penalty as hereinbefore provided.

Agents who receive despatches shall inform the applicant and if required by him shall write upon the despatch that the line is not in working order or that the despatches on hand will occupy the time so that the one offered cannot be transmitted within the time required if the facts are so, and every omission so to do or intentionally giving false information, the company shall be subject to a penalty of \$100.

No company shall be required to deliver despatches at a greater distance from the station at which they are usually received than its published regulations require, and if an applicant shall direct the despatch to be mailed at the place of delivery and with postage, the company shall affix the necessary stamp and mail the despatch in time for the first mail that departs after such despatch is received at the office and delivered, and for every omission so to do be subject to a penalty of \$100.

Any person who wilfully divulges the contents of a message entrusted to him for transmission, or neglects or refuses to transmit or deliver or delays the delivery, or who forges the name of the intended receiver to any receipt for such message, with a view to injure, deceive or defraud the sender or receiver of any telegram or message to benefit himself or any other person, shall be imprisoned not exceeding three months, or fined not exceeding \$500. The penalty for maliciously breaking, cutting or tapping or reading unlawfully, by the use of telegraph or telephone instruments or otherwise, any message, or unlawfully cut or tap or making unauthorized use of the same, or prevents or delays the transmission or conveyance of the same or wilful injury or destruction or disconnection or grounding so as to interfere with any of the poles, cables or wires, or the unlawful diversion of any electric

current from any wire, or wilful or malicious aid, agreement, employment or conspiracy with any other person so to do, is a felony and punishable by a fine of not more than \$5,000, or by imprisonment for not more than three years.

When two or more lines are not run parallel or in competition, and when united will form a continuous line for receiving and transmitting despatches they may be consolidated into a single corporation, subject to the provisions for the consolidation of railway companies.

The provisions of this law apply to any company organized to construct any lines of telephone.

Any telegraph or telephone corporation in any city may construct and maintain underground wires and fixtures when the consent of the city has been obtained therefor, and it shall be unlawful for any company to erect telephone or telegraph poles within that portion of any city where subways have been constructed except the poles required for distributing wires, and all such poles shall be as far as possible located in alleys.

All companies organized for supplying electricity for lighting or power may construct its lines through public places in cities or other municipalities, provided that all their wires shall be covered with a waterproof insulation, and so arranged as not to interfere with the successful operation of existing telegraph and telephone wires. Cities, in case they shall not construct their own systems of subways, may grant to any person or company permission and authority to construct and operate subways and underground conduits and appliances subject to the rules and regulations by the board of public improvements of such municipalities, and such companies or persons shall be subject to reasonable regulation as such board shall make concerning the construction and use of such subways or conduits, and the time, manner, mode of placing wires, cables or electrical conductors therein and no such grant shall be made until the board shall have advertised for bids for such grant, and shall not be made except to the highest bidder, nor have the compensation to the city less than 1 per cent. of the gross proceeds resulting from the operation of such subways. And such companies shall give bond for the restoration of streets, etc., to their original state and to keep the

same in repair to the satisfaction of the board of public improvements for a period of five years after such restoration.

The board of public improvements in each city where such subways are to be constructed shall have power to fix the rental to be charged by persons or companies owning or operating such subways for the use and occupation thereof by electric companies or companies using or supplying electricity for any purpose and shall estimate the same upon a percentage based upon the amount invested in the construction, maintenance and operation of such subways or underground conduits.

Overhead construction of telegraph and telephone wires crossing a railroad shall be placed on poles not less than twelve inches in diameter at the bottom and not less than six inches in diameter at the top, and all wires shall clear the top of the rail twenty-five feet; such poles shall be placed in the earth not less than one-sixth of their length, and double cross-arms shall be used. All wires shall be insulated and securely fastened to both cross-arms.

In case of accident or collision between railroad trains by reason of which any passenger is delayed it shall be unlawful for any telegraph operator at place on the line of the railroad to fail, neglect or refuse on payment of the usual charge to receive from any person or delay any telegram or to receive or to send the same direct to the person and point designated forthwith and without any alteration or revision or approval of any person, and any operator failing so to do shall be fined not more than \$500 and stand committed until such fine and the costs are paid, and if such violation arose from observing such rule of his employer, his employer shall repay to him such fine and costs, and the same may be recovered in civil action.

A Commissioner of Railroads and Telegraphs shall be appointed by the Governor and any person or company not complying with any orders of such Commissioner shall forfeit and pay a penalty of \$500 per week for each week of such neglect or refusal.

It is the duty of such Commissioner to examine into any matter of difference between the citizens of the State and any corporation operating as a common carrier within the State and report his findings to the General Assembly or to the Governor if the As-

sembly be not in session. Each company shall report annually a statement of its affairs under oath to the Commissioner, and shall give to such Commissioner a list of the names of each stockholder and number of shares owned and post office address of such holders.

The expenses of the Commissioner, not exceeding \$15,000, shall be borne by the several corporations owning or operating railroads within the State.

Every telegraph company shall make report of the business of the line to the Commissioner annually, and on failure so to do, the company owning the line shall forfeit a sum not exceeding \$500, and a like penalty for every thirty days thereafter; and within thirty days after the election of directors a report shall be made to such Commissioner of Railroads and Telegraphs giving a list of such officers and directors, and their post office address.

#### IV. TAXATION.

Any person or company engaged in the business of transmitting to, from, through or in the State, telegraph messages, shall be deemed a telegraph company, and any such person or company engaged in the business of transmitting to, from, through or in this State telephonic messages shall be deemed a telephone company.

Each such company shall annually file a statement with the State Auditor showing its name, its nature and under the laws of what States organized, the location of its principal office, the address of its directors and officers, and of its chief agent or chief officer, the number of shares of stock, the par and actual value thereof, a detailed statement of the real estate held within the State, its location and assessed value, an inventory of its personal property, where situate, and the value of the real estate outside the State, the value of the personal property outside the State, and length of its lines, both within and without the State, whether owned, controlled or used, leased or otherwise, and the number of miles of wire in each taxation district, and the entire gross receipts of the company, the gross receipts for the year from whatever source derived of each line it has in the State, and the total gross receipts of the company in the State.

The State Board of Assessors and Appraisers consisting of the State Auditor, Treasurer and Attorney-General shall annually

assess the property of telegraph and telephone companies, and in determining the value of the property shall be guided by the value of such property as determined by the value of the entire capital stock and such other evidence as will enable the Board to arrive at the true value in money of the entire property of said company in the State in proportion which the same bears to the entire property of the company as determined by the value of the capital stock and the other evidences and rules. In the event of a failure to file a statement such company shall be subject to a penalty of \$500, and an additional penalty of \$100 for each day's omission thereafter. The Board of Assessors and Appraisers may require the officers or agents of any telegraph or telephone company to appear or produce for the inspection of the Board any books or property of the company and to testify touching any matter relating to the business, property or credits of such company, and in case of his failure or refusal to answer such questions or refusal to produce such property, such officer shall be guilty of a misdemeanor.

Such State Board shall report to the State Auditor the total value of the property of such companies in the State and such Auditor shall deduct from such total value, the assessed value for taxation of any real estate owned by such company in the State, and after taking such real estate values such Auditor shall proportion the property among the several counties through or in which each the lines of telegraph or telephone shall run, so that to each county shall be apportioned such part of the entire valuation as will equalize the relative value of the property of the company therein in proportion to the value of property in the State, and in the proportion that the length of the lines of wire owned by the company or in the county bears to the whole length of the line of wire in the State, and the county auditor on receiving such apportionment shall again apportion the amount therein audited among the cities, villages and other tax districts after the same method used in the apportionment of the values in the State among the counties. Every telegraph and telephone company shall annually file with the State Auditor a statement showing the name of the company, its nature and under what laws organized, its principal office, the name and post office address of its officers, directors and

manager, and entire gross receipts for the year next preceding from whatever source derived, either messages, telephone tolls, rentals or otherwise, from business done in this State, through which office within the State, and the total gross receipts of the company for such period from business done within the State, including the company's proportion of the gross receipts for business done by it within the State in connection with other companies. And the State Board of Appraisers and Assessors shall ascertain the gross receipts of such companies and shall report to the State Auditor the amount of the gross receipts of such companies, and the Auditor shall annually collect and charge each telegraph and telephone company the same in the nature of an excise tax to be computed by taking 1 per cent. of the amount fixed by the State Board of Appraisers and Assessors, as the gross receipts; provided, that nothing herein contained shall exempt any telegraph or telephone company from the assessment and taxation of their tangible property in the manner provided by law, and if any such telegraph or telephone company fails or refuses to pay this tax during the month of November, the Auditor of State shall add to such tax a penalty of 10 per cent., and shall forthwith proceed to collect the same in the manner provided by law for the collection of taxes by county treasurers.

This act shall not be construed so as to require any municipal corporation within the State to make any return or pay any taxes under any provisions of this act. It is unlawful to act as agent or to perform any services for any company whose taxes remain due and unpaid for a period of twenty days after the time provided by law for such payment, and any person so doing is guilty of a misdemeanor and shall be fined in a sum not to exceed \$500 or punished by imprisonment, and fed on bread and water only not exceeding thirty days, or both, at the discretion of the court; and after default any railroad company which shall directly or indirectly convey or carry for such defaulting express, telephone or telegraph or insurance company any money, merchandise or other article, or transmit any telegraph message after having notice of such default shall for each offense forfeit and pay a sum equal to such, tax due and unpaid with the

penalty and interest thereon, to be recovered in an action in the name of the State.

All municipal corporations shall have power to regulate the construction and repair of wires, poles, equipments for generation and application of electricity, and to regulate the use of streets.

#### **V. CRIMES AND PENALTIES.**

Any person engaged either for himself or as employee of a firm, person or company doing business wholly or partly in the State as receivers and transmitters by telegraph or telephone, who shall enter upon or into the premises or building of another for the purpose of constructing, altering, repairing or examining the wires, poles or appurtenances belonging to such person or firm, without the written consent of the owner or agent of the premises, or who shall attach thereto poles, wire or appendages without such consent, shall be fined not more than \$100.

In all engagements to labor in any mechanical, manufacture or mining business, a day's work, when the contract is silent on the subject or where there is no express contract, shall consist of eight hours.

No child under the age of fourteen years shall be employed as messenger whether for compensation or otherwise, when public schools in which district such child resides are in session. It is unlawful to prevent any employee from joining a labor organization.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

A trust is a combination of capital, skill or acts by two or more persons, firms or companies, or any two or more of them, for either, any or all of the following purposes:

To create or carry out restrictions in trade or commerce, or to limit or reduce the production, or increase or reduce the price of merchandise or any commodities, or to prevent competition in manufacture, making, transportation, sale or purchase of merchandise produced or any commodity, or to fix at any standard or figure whereby its price to the public or consumption would be in any manner controlled or established, any article or piece of merchandise, produce or commerce intended for the sale, barter or use or consumption in this State, to make or enter into or execute

or carry out any contract or agreement of any kind by which they shall bind or have bound themselves to sell, distribute, or shall transport any article or commodity or any article of trade, use, merchandise, commerce or consumption below any common standard figure or fix the value or by which they shall agree in any way to keep the price of such article, commodity or transportation at a fixed or graduated figure, or by which they shall in any manner establish or fix the price of any article, commodity or transportation between themselves or themselves and others so as to directly or indirectly obstruct the free and unrestricted competition among themselves or any purchasers or consumers in the sale or transportation of any such article or commodity, they shall agree to pool, combine or unite any interests that they may have connected with the sale, transportation of any such article or commodity that its price may in any way be affected.

Such trust as herein defined is declared to be against public policy and for a violation of any of the foregoing provisions it is the duty of the Attorney-General or the prosecuting attorney of the proper county to institute actions or *quo warranto* proceedings in any of the counties in the State where such corporation or association exists, does business or has a domicile. Any foreign corporation exercising any of the powers or functions of a corporation in the State violating any of the foregoing provisions is denied the right and prohibited from doing any business in the State.

Any violation of any of the provisions of this act shall be and are declared a conspiracy against trade and any person acknowledging any such conspiracy, or who shall aid or advise its commission, or who as a member or agent shall, knowingly, carry out any of the stipulations, purposes, price rates, or furnishing any information to assist to carry out such purpose or orders thereunder or in pursuance thereof, shall be punished by fine of \$5,000 or imprisonment not more than one year, or both.

In any prosecutions under the act it shall be sufficient to prove that a trust or combination as defined herein exists and that the defendant belongs to it, or acted for or in connection with it without proving all the members belonging to it or proving or producing any article of agreement or any written instrument on which it may have been based, or that it was evidenced by any written instrument at all, the character of the trust or combination



alleged may be established by proof of its general reputation as to such.

Any act, contract or agreement in violation of the provisions of this act shall be void and not enforceable. It is unlawful for any person or company, or any agent, to issue or own trust certificates or to enter into any combination or agreement with any corporation or person or any stockholder or director thereof, the purpose and effect of which combination or agreement shall be to place the management or control of such combination or the manufactured product thereof in the hands of any society with the intent to limit or fix the price or lessen the production or sale of any article of commerce or production, or prevent or restrict the manufacture or output of such article, and any person or company entering into any such combination or agreement shall be deemed guilty of a misdemeanor. In addition to the other provisions, any person who shall be injured in his business or property by any person or company by reason of anything forbidden or declared to be unlawful herein may sue therefor, in any court having jurisdiction in the county where the defendant resides or is found, without respect to the amount in controversy, and to recover two-fold the damages to him sustained with the cost of the action, and whenever it shall appear to the court before which any proceeding in this act may be pending that the interest of justice require that other parties shall be brought before the court, the court may cause them to be made parties defendant and summon them, whether they resided in the county where the action happened or not. The person or persons in this act include corporations and partnerships and associations existing in or authorized by the State of Ohio or any other State or any foreign country.

#### VII. LEGISLATURE.

The sessions of the General Assembly shall be held biennially.

## OKLAHOMA.

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### a. CONSTITUTION.

Private property shall not be taken or damaged for private use, with or without compensation, unless by consent of the owner, except for private ways of necessity, or for drains and ditches across lands of others for agricultural, mining or sanitary purposes and in such manner as may be prescribed by law. Private property shall not be taken or damaged for public use without just compensation, which, irrespective of any benefit from any improvement proposed, shall be ascertained by a board of commissioners of not less than three freeholders in such manner as may be prescribed by law, and until the compensation is paid to the owner or into court, the property shall not be disturbed or the proprietary rights of the owner divested. The fee of land taken by common carriers for right of way, without the owner's consent, shall remain in such owner subject only to the use for which it is taken.

The records of all corporations shall be at all times liable and subject to the full visitorial and inquisitorial powers of the State.

Perpetuities and monopolies are contrary to the genius of a free government and shall never be allowed.

The people reserve to themselves the power to propose laws and amendments to the Constitution and to enact or reject the same at the polls, independent of the Legislature, and also reserve power at their own option to approve or reject at the polls any act of the Legislature. Eight per cent. of the legal voters have the right to propose any legislative measure and 15 per cent. have the right to propose amendments to the Constitution.

The referendum may be ordered (except as to laws necessary for the immediate preservation of the public peace, health or safety), either by petition signed by 5 per centum of the legal voters or by the Legislature, as other bills are enacted. Such referendum petition may be filed against parts of any act of the Legislature.

The veto power of the Governor shall not extend to measures voted on by the people.

The foregoing powers are reserved to the legal voters of every county and district therein as to all local legislation.

The Legislature shall define what is an unlawful combination, monopoly, trust, act or agreement in restraint of trade and enact laws to punish persons engaged in any unlawful combination, monopoly, trust, act or agreement in restraint of trade or composing any such monopoly, trust or combination.

The Legislature shall pass no law granting to any association, corporation or individual any exclusive rights, privileges or immunities within the State.

Every railroad, oil pipe, car, express, telephone or telegraph corporation or association organized or authorized to do a transportation or transmission business under the laws of the State shall each respectively have the right to construct and operate its lines between any points in this State, and as such to connect at the State line with like lines, and every such company shall have the right, with its road or line, to intersect, connect with or cross any railroad or such line. All telephone and telegraph lines operated for hire shall each respectively receive and transmit each other's messages without delay or discrimination and make physical connections with each other's lines, under such rules and regulations as shall be prescribed by law or by any commission created by the Constitution or any act of the Legislature.

Every railroad or other public service corporation organized or doing business in the State shall have and maintain a public office or place in the State for the transaction of its business, for keeping records of its stock, subscribers thereto, transfers thereof, amount of assets and liabilities, names and residences of its officers. At least one meeting of directors, of which thirty days' notice must be given, shall be held annually within the State.

All moveable property of a public corporation shall be considered personal property, and its real and personal property, or any part thereof, shall be liable to execution and sale, and no laws shall be passed exempting such property therefrom.

No public service corporation shall consolidate its stock, property or franchises with or lease, purchase or control the works

or franchises of any other public service corporation owning or having under its control a parallel or competing line, except by legislative enactment upon the recommendation of the Corporation Commission, provided no foreign public service corporation shall be permitted to consolidate with or purchase or control any other foreign public service corporation owning or having under its control in this State a parallel or competing line, nor shall any officer of such corporation act as an officer of any other corporation owning or controlling a parallel or competing line.

No domestic transmission or transportation company shall consolidate by private or judicial sale or otherwise with any like foreign company.

Free franks, passes and tickets and transportation are prohibited.

A Corporation Commission is created, to be composed of three persons to be elected, whose term of office shall be six years. They shall not be interested in any manner in any transportation or transmission corporation or in their securities. The commission shall have power to regulate and control all transmission and transportation companies doing business in the State; to correct abuses and prevent unjust discrimination and extortion by such companies; shall from time to time prescribe and enforce against such companies such rates, charges and classifications of traffic and rules and regulations and shall require them to establish and maintain all such public service facilities and conveniences as may be reasonable and just; may alter and amend such rates and regulations; have right to examine all books and papers of all transmission and transportation companies doing business in the State; require reports therefrom. Ten days' notice of proposed change in rate or contemplated change in rule or regulation shall be given to the company to be affected and opportunity to be heard shall be had and of any proposed general change at least four weeks' notice shall be given by publication and time and place specified for hearing objections thereto. The authority of the commission (subject to review by the court on appeal) to prescribe rates, changes and classifications of traffic shall be paramount.

The right of any municipality to prescribe rules, regulations and rates of charge in connection with services performed by a

public service corporation under any municipal franchise, so far as the services shall be wholly within such municipality, is not hereby affected.

Failure to obey any valid order of the commission within a reasonable time, not less than ten days, is punishable by a fine not to exceed \$500, and each day's failure or refusal shall be a separate offense.

Appeal may be taken by the company affected to the Supreme Court. When the court reverses an order of the commission it shall at the same time substitute therefor such orders as in its opinion the commission should have made, which order shall have the force and effect as if it had been entered by the commission at the time the original order appealed from was entered. The commission shall ascertain and enter as a public record the amount of money expended in construction and equipment per mile of every railroad and other public service corporation in the State, expenditures for rights of way, amount required for reconstruction and replacement, outstanding obligations, to whom and for what issued, by whom held.

No transportation or transmission company shall charge or receive any greater compensation in the aggregate for transporting the same class of passengers or property or for transmitting the same class of messages over a shorter than a longer distance along the same line and in the same direction, the shorter being included in the longer distance, but such companies are not authorized to receive as great a compensation for a shorter as for a longer distance.

No foreign corporation shall be entitled to the benefit of the right of eminent domain until it shall have become a body corporate, pursuant to the laws of the State.

Every corporation shall, before doing business, file in the office of the Corporation Commission a list of its stockholders, officers and directors, their residences and amount of stock held by each. Every foreign corporation shall designate an agent residing in the State upon whom process may be served.

The credit of the State or of any municipality thereof shall not be given, pledged or loaned to any company or individual, nor shall it or they become a stockholder in or make donation by gift, by tax or otherwise to any such company.

The State Board of Equalization shall assess all public service corporation property.

No municipality shall grant or renew a franchise without the approval of a majority of the qualified electors residing within its limits who shall vote thereon at a special or general election, and no exclusive franchise shall ever be granted.

**b. STATUTES.**

A carrier of messages must deliver them at any place to which they are addressed or to the persons for whom they are intended, must use great care and diligence in the transmission and delivery of messages and a carrier by telegraph must use the utmost diligence therein.

The liability of a common carrier cannot be limited by general notice on his part, but may be limited by special contract. Messages must be transmitted in order of their receipt, except public messages of the United States or State, messages for publication, messages giving information relative to sickness or death of any person. Every person whose message is postponed or refused is entitled to recover his actual damage and \$50 in addition thereto.

All agents for telegraph or telephone companies are prohibited from knowingly charging or collecting any excess over the regular rate. The schedule of rates shall be kept open for public inspection in every office. The penalty for overcharge is a fine of not more than \$200, and that for concealing schedule is a fine not exceeding \$500.

Three or more persons may form a corporation, and shall execute a certificate setting forth its name, purposes, place of business, term, directors, stock, its division. Such certificate shall be subscribed by three or more persons, one-third of whom must be residents of this State, and must be filed in the office of the Secretary of State, who shall issue a certificate under the seal of the State of such filing. Directors shall then proceed to open books for stock subscription. Directors of corporations for profit must be stockholders.

Every foreign corporation shall file with the Secretary of State a copy of its charter, appoint an agent, who shall reside at the State capital.

Malicious removal of or injury to any line of telegraph or appurtenances or apparatus thereof or intercepting messages passing thereover is a misdemeanor.

Every public service corporation shall file with the Auditor the amount of its capital, amount paid, shares, holders, description and value of its real and personal property, amount of invested capital, and its surplus and undivided profits, length of lines in each municipality, total number of wires to each line and of poles per mile; instruments in each municipality, amount of office furniture, tools, materials.

Failure to file schedule subjects company to penalty of \$5,000.

The State Board of Equalization, after valuation and assessment of all the property of public service corporations, shall cause the same to be certified by the State Auditor to the county clerks, and such return shall show the various portions of the property located and taxable in each municipality, which clerk shall certify to each such municipal subdivision the amount of property as so assessed located therein.

Every transportation and transmission company shall also annually pay to the State Treasurer a tax upon its gross revenues from business done in the State. The rate for telegraph companies shall be 2 per cent. and for telephone companies  $1\frac{1}{2}$  per cent. The penalty for delinquency after October 1st in each year is an interest charge of 18 per cent. per annum.

Every act, agreement, contract or combination in the form of trust or otherwise, or conspiracy in restraint of trade or commerce within the State, which is against public policy is declared to be illegal. Any person injured in business or property by anything forbidden or declared unlawful shall recover threefold the damages sustained, costs and a reasonable attorney's fee.

Any foreign corporation violating this act shall be denied the right and privilege of doing business in the State.

It shall be unlawful for any person, firm or company engaged in the production, manufacture, distribution or sale of any commodity of general use or rendering any service to the public to discriminate between persons or companies, or communities or cities or sections of the State by selling such commodity or rendering such service at a lower rate in one section, community or

city than another or at the same rate or price at a point away from that of production or manufacture as at the place of production or manufacture, after making due allowance for the difference, if any, in the grade, quantity or quality and in the actual cost of transportation from the point of production or manufacture, if the effect or intent thereof is to establish or maintain a virtual monopoly hindering competition or restriction of trade. Violation of the foregoing by any person or by an officer or employee of any company who shall carry out or assist to carry out any such purpose is punishable by a fine of not more than \$10,000 and imprisonment not more than ten years.



## OREGON.

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### I. CONSTITUTION.

Corporations must be formed under general laws, except for municipal purposes.

### II. CORPORATIONS.

The stockholders of a corporation shall be liable for its indebtedness to the amount of their stock subscribed and unpaid and no more.

No personal property shall be taken by any corporation under authority of law without compensation being first made or secured.

The State shall not subscribe to or be interested in the stock of any company or corporation; nor shall any municipality by a vote of its citizens or otherwise become a stockholder in any company or raise money for or loan its credit to or in aid of any such company or corporation.

Private property shall not be taken for public use without just compensation.

The legislative authority is vested in an Assembly consisting of a Senate and House of Representatives, but the people reserve the power to propose laws and amendments to the Constitution and to enact or reject the same at the polls, independent of the Legislative Assembly, and also reserve power at their own option to approve or reject at the polls any act of the Legislative Assembly. The first power reserved by the people is the initiative, and not more than 8 per cent. of the legal voters shall be required to propose any number of such petitions, and every petition shall include the full text of the measure proposed. Initiative petitions shall be filed with the Secretary of State not less than four months before the election at which they are to be voted upon. The second power is the referendum, and it may be ordered (except as to laws necessary for the immediate preservation of the public business, health or safety) either by the petition signed by 5 per cent. of the legal voters or by the Legislative Assembly as

other bills are enacted. Referendum petitions shall be filed with the Secretary of State not more than ninety days after the final adjournment of the session of the Legislative Assembly which passed the bill of which the referendum is demanded. The veto power of the Governor shall not extend to matters referred to the people; all elections of measures referred to the people shall be had at the annual regular elections, except when the Legislative Assembly shall order a special election. Any measure referred to the people shall take effect and become a law with its approval by a majority of the votes cast thereon and not otherwise.

Three or more persons may incorporate, and they shall make and subscribe their articles of incorporation in triplicate; file one with the Secretary of State, the other with the clerk of the county where the business is to be carried on, and shall retain the third in the corporation's possession.

Upon making and filing the articles, the persons subscribing the same are incorporators and authorized to carry into effect the objects specified in the articles.

The incorporators are authorized to open books and receive subscriptions to the capital stock, and as soon as such stock has been subscribed they shall give notice to the subscribers to meet for the purpose of electing directors, whose number shall not be less than three.

A majority of the directors shall be residents of the State, and no person is eligible to the office of director unless he be a stockholder and ceasing to be a stockholder, he ceases to be a director. A non-user for one year from the time of filing the request of incorporation divests the company of its corporate powers, and neglecting and ceasing to carry on business for a period of six months after commencing, its corporate powers shall cease.

Every corporation shall pay an organization fee graduated in accordance with the capital stock, and shall, if they are either domestic or foreign companies doing business in the State, furnish to the Secretary of State annually a sworn statement setting for the name of the company, the location of its office, the names of its officers with their post office addresses, the amount of capital stock authorized, subscribed, issued and paid up, and shall pay an annual license fee in proportion to the amount of its

authorized capital stock, and the Secretary of State shall then file with the State Treasurer a statement showing the amount of license fee due, which must be paid to such Treasurer within thirty days, and neglect or refusal to pay such license fee for more than twenty days thereafter renders the company liable to a fine of \$100, to be recovered together with the license fee due by an action at law in the name of the State.

Such annual license fee shall be paid in advance for the fiscal year beginning July 1st of each year.

Every foreign company shall file a declaration and pay an entrance fee, and shall further acknowledge a power of attorney appointing a qualified person a citizen a resident of the State as attorney upon whom service of all process can be made, in default of which it shall not be entitled to transact any business in the State or maintain any proceedings in its courts. Every foreign corporation shall file with the Secretary of State written declaration of its desire to engage in business in the State, and set forth its name, the place of organization, its home office, the date of its formation, its capital stock, the nature of its business, its principal office within the State, and the name of its attorney appointed and constituted to receive service of process, the names and addresses of its officers and directors and its agent within the State, and shall set forth its articles of incorporation. No corporation which has failed to pay the last annual license fee or any other tax or fee which shall have become due or payable against it, shall be permitted to maintain any proceeding in any court within the State while such delinquency so continues, and the State Treasurer shall furnish the Secretary of State a list of delinquencies containing the names of the corporations, the amount of tax or license fee of delinquents. Such list shall be a public record and while such delinquency continues the right of such delinquent company to transact business shall be deemed to be in abeyance, but said delinquency shall not operate to impair or delay the right of any other person, firm or company, and a plea of such delinquency may be interposed at any time before trial upon the merits in any proceedings, and if issue be joined upon such plea the same shall be first tried.

Refusal or neglect to furnish statements or pay the license fees required for two consecutive years shall be a cause for dissolution

and such company shall be dissolved and all powers conferred upon it are declared inoperative and void unless the Governor shall grant more time to such company so to do.

The Secretary of State shall report to the Governor annually a list of delinquent corporations for the preceding two years, and the Governor shall forthwith issue his proclamation declaring such companies dissolved, and any attempt to exercise any power under the articles of incorporation after such proclamation is a misdemeanor.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

The right and privilege is granted to operate, construct and maintain telegraph and telephone lines upon public highways and waters and over lands of private individuals; provided that the same shall not apply to any street within an incorporated city or town and that the County Court of the counties through which such line shall pass shall have power to designate the location thereof on the roads and highways outside the cities and towns, provided the fixtures shall not be so constructed as to interfere or obstruct the use of the highway or street, and damages must be paid for the use of private lands, and such companies shall have the right to condemn such land, not exceeding twenty-five feet in width, as may be necessary and convenient for its purposes.

Contracts made by telegraph shall be deemed to be contracts in writing and all communications sent by telegraph and signed by the person sending the same or by his authority shall be deemed communications in writing. Any instrument in writing duly proved so as to be entitled to record may, with the certificate of proof or acknowledgment, be sent by telegraph and the telegraphic copy thereof shall *prima facie* have the same force and effect, and may be recorded in the same manner and with like effect as the original.

Checks, notes and all orders or agreements for payment or delivery of money may be made or drawn by telegraph and shall have the same force and effect to charge the maker, drawer, endorser or acceptor thereof and shall create the same rights and equities in favor of the payee, drawee, endorser, acceptor, holder or bearer, and shall be entitled to the same days of grace as if duly made or

drawn or delivered in writing, but it shall not be lawful for any person other than the maker or drawer to cause any such instrument to be sent by telegraph so as to charge any person thereby. Whenever the genuineness or execution of any instrument received by telegraph shall be denied on oath, by the person sought to be charged thereby, it shall be incumbent upon the party claiming under or alleging the same to prove the existence and execution of the original writing from which such telegraphic copy was transmitted and the original message shall, in all cases, be preserved in the telegraph office from which the same is sent.

Any instrument in writing certified under seal may, together with the certificate, be sent by telegraph, and the telegraphic copy thereof shall *prima facie* only have the same force and effect and validity in all respects as the original and the burden of proof shall rest with the party denying the genuineness or due execution of the original.

A warrant of arrest, if endorsed by the magistrate issuing the same authorizing the service by telegraph may be sent by telegraph to any officer and on receipt of telegraphic copy thereof such officer shall have the same authority as if the original warrant of arrest with proper directions for its service endorsed thereon had been placed in his hands, and such telegraphic copy shall be entitled to full faith and credit, and have the same force and effect in all courts and places as the original.

Any writ or court order and all papers requiring service may be transmitted by telegraph for service and the telegraphic copy so transmitted may be served or executed and returned by him, if necessary, in the same manner and with the same force and effect as the original might be if delivered to him. The original writ or order shall also be filed in the court from which it was issued and a certified copy thereof shall be preserved in the telegraph office from which it was sent.

It shall be the duty of any telegraph company to transmit all despatches in the order in which they are received, under penalty of \$100 to be recovered with costs by the person whose despatch is postponed out of its order, provided that communications from other telegraph lines in connection with lines in this State may have precedence over all ordinary private communications, and

provided that intelligence of general and public interest may be transmitted for publication out of its order.

#### IV. TAXATION.

The real estate of every company liable to taxation shall be assessed for the county in which the same shall lie, and its personal property is liable to assessment and taxation, and shall be assessed in the name of such company, in the county where the principal office or place of business of such company is located.

The mayor and aldermen of any city or town composing the common council shall have the power to allow and regulate the erection and maintenance of poles or wires for telephone, telegraph, electric light or other purposes on the public streets or highways of such city or town and have the right to license, regulate or control any lawful business carried on or conducted in the corporate limits of such town or city.

The wilful breaking down, injury or destruction of any telegraph or telephone wires or poles is punishable by imprisonment for not more than two years or by a fine of not more than \$1,000. A person who wilfully or maliciously displaces, interferes with or alters or destroys any line of wire or cable belonging or appertaining to the conducting or transmitting of electricity for any purpose or breaking, tapping or making connections with the same or who aids or employs any person to do so, or causes the same to be done, is punishable by imprisonment for not more than one year or by a fine of not more than \$500. An officer or employee shall not divulge the contents of any message received or sent, nor shall he wilfully alter the same so as to materially change the sense or meaning of the message to the injury of the person sending the same or receiving it, and if he does so shall be guilty of a misdemeanor and punishable by imprisonment not exceeding one year or a fine of not exceeding \$1,000, or both. No agent or employee of a telegraph company shall send any false or forged message or deliver or cause to be delivered to any person any message falsely purporting to have been received, nor shall any person furnish or conspire to furnish any message knowing the same to be false or forged with intent to deceive or defraud any indi-

vidual, and if he shall do so he shall be punishable by a fine not exceeding \$1,000 or imprisonment not exceeding one year, or both. No employee of a telegraph company shall in any way appropriate any information derived by him from any private message passing through his hands, and if he shall so do or turn or attempt to turn the same to his own profit or advantage shall be deemed guilty of a misdemeanor and be punished by fine not exceeding \$1,000 or by imprisonment not exceeding one year, or both. No person shall without authority wilfully or unlawfully open any sealed envelope enclosing a telegraphic message addressed to another for the purpose of learning its contents, nor shall fraudulently represent any person and thereby procure to be delivered to him any message addressed to such other person, and if he shall so offend shall be deemed guilty of a misdemeanor and be punished by fine not exceeding \$1,000 or imprisonment by not exceeding one year.

The officers of any telegraph company may file with the county clerk in which the principal office is situated a copy of a printed blank or envelope or device used or intended to be used by such company as a distinguishing mark, notice or indication of such business and thereupon such blank envelope, picture or device shall become the property of such company and it shall not be lawful for any person, unless by employment or agreement of such company, to print, publish or use either of them or any counterfeit or imitation thereof.

No child under 14 years of age shall be employed in the telegraph, telephone or public messenger service nor shall such child be employed in any work for wages or for compensation, to whomsoever payable, during the hours when the public schools in the district in which he or she shall reside are in session. No company shall black list or publish or cause to be published the name of any employee discharged by such company, with intent and for the purpose of preventing such employee from engaging in or securing similar or other employment from any other company or individual. It is unlawful for any person by threats, intimidation or coercion to prevent or attempt to prevent or to delay or to attempt to delay any other to join, belong to or refrain from belonging to any labor or other lawful organization.

**VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

**VII. LEGISLATURE.**

The legislative sessions shall be held biennially.



## PENNSYLVANIA.

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### I. CONSTITUTION.

No foreign corporation shall do any business in the State without having one or more known places of business, and an authorized agent in the same upon whom process may be served.

No corporation shall engage in any business other than that expressly authorized in its charter, nor shall it take or hold any real estate except such as may be necessary and proper for its legitimate business. The General Assembly shall have power to alter, revoke or annul any charter of incorporation now existing, or which may be injurious to the citizens of the Commonwealth in such manner that no injustice shall be done to the incorporators.

Any association or corporation organized for the purpose, or any individual, shall have the right to construct and maintain lines of telegraph within the State, and to connect the same with other lines, and the General Assembly shall by general law of uniform operation provide reasonable regulations to give full effect to this section. No telegraph company shall consolidate with or hold a controlling interest in the stock or bonds of any other telegraph company owning a competing line or acquire by purchase or otherwise any other competing line of telegraph.

Municipal and other corporations and individuals invested with the privilege of taking private property for public use shall make just compensation for the property taken, injured or destroyed.

The General Assembly shall not authorize any county, city, borough, township or incorporated district to become a stockholder in any company, association or corporation, or to obtain or appropriate money for or to loan its credit to any corporation, association, institution or individual.

The General Assembly shall not pass a local or special law creating corporations or amending, renewing or extending their charters, or grant to any corporation, association or individual any special or exclusive privilege or immunity.

### II. CORPORATIONS.

Corporations may be formed by the voluntary association of five or more persons. Such corporation may be formed for the con-

struction and maintenance of a telegraph line or also for the transaction of any lawful business not specifically provided for by act of the Assembly; provided, however, no corporation shall be chartered with the authority to transact more than one kind of business which must be set forth in its charter.

The charter of an intended corporation must be subscribed by the incorporators who must be not less than five, and three of whom must be citizens of the Commonwealth, and shall set forth its name, purpose of formation, place of its business, its term, names and residences of the subscribers, its directors and their names and residences, the capital stock, and shall set forth that 10 per cent. of the capital has been paid in cash to the treasurer of the intended corporation, and the name and residence of such treasurer shall be given.

The charter shall be acknowledged before the recorder of deeds of the county in which the general operations are to be carried on, and the certificate with proof of publication shall be then produced to the Governor who shall examine the same, and if he approve thereof, shall endorse his approval thereon, and letters patent shall issue in the usual form incorporating the subscribers into a body corporate, and the certificate shall be recorded in the office of the Secretary of the Commonwealth, and shall then be recorded in the office of the recorder of deeds in the chief county where the operations are to be carried on.

Corporations, either domestic or foreign, doing business in the Commonwealth shall first register its name, date of incorporation, place of business, names of its officers and their residences, the amount of capital stock, the amount paid in; shall be registered in the office of the Auditor-General; upon failure so to do, shall be subject to penalty of \$500.

The charters of incorporations may be perpetual or limited. The number of directors shall not be less than three.

Where a company has been incorporated, a majority of whose directors or stockholders are citizens of any other State, said corporation may be organized and all the meetings, except the annual election, may be held in such place, whether in the State or elsewhere, as the majority may from time to time appoint.

The capital stock of every corporation that has or requires a capital stock shall consist of not more than \$1,000,000.

The capital stock may be increased or diminished and the par or face value of the same may be changed. It shall be lawful for any corporation now or hereafter organized to buy or own the capital stock of and to merge its corporate rights, powers and privileges with and into those of any other corporation so that all the property rights, franchises and privileges then by law vested in either shall be transferred to and vested in the corporation into which such merger shall be made, provided that nothing in the act shall be construed so as to permit railroad, canal or telegraph companies which own, operate or in any way control parallel or competing roads, canals or lines to merge or combine. It shall be the duty of the Secretary of the Commonwealth every two years to prepare and publish in a separate pamphlet form a certified list of all certificates of incorporation filed in his office, and he shall prepare and publish a complete alphabetical index of the same.

No foreign corporation shall do any business in the Commonwealth until it shall have established an office and appointed an agent for the transaction of its business therein, nor until it shall have filed in the office of the Secretary of the Commonwealth a statement under seal signed by its president and Secretary showing the title and object of such company, the location of its offices and the name of its authorized agent therein, and the certificate of the Secretary of the Commonwealth under seal thereof, and the filing of such statement shall be preserved for public inspection by each of such agents in each and every of said offices. Upon failure so to do any agent shall be guilty of a misdemeanor and punishable by imprisonment not exceeding thirty days or by fine not exceeding \$1,000, or both. No corporation other than such as shall have been incorporated under the laws of this State, nor shall any foreign government, potentate or power hereafter acquire and hold any real estate within this Commonwealth directly in the corporate name or by or through any trustee or other device whatsoever unless specially authorized to hold such property by the laws of this Commonwealth.

Foreign corporations may become domestic corporations where three or more of the stockholders are citizens of the State, by preparing and recording a certificate giving its name, purpose, place of business, firm name, and residence of stockholders, number, name and residence of directors, amount of capital and the par

value, the legislation under which it was originally created, its financial condition, showing capital stock paid in, funded and floating debt, estimated value of property, and cash assets, if any, and shall be accompanied by a certificate showing the consent of a majority in interest of such corporations to the application for a charter and to a renunciation of its original charter and of all privileges not enjoyed by corporations of this class under the laws of this Commonwealth. This certificate shall be acknowledged before the recorder of deeds in the county in which its chief operations are to be carried on, and it shall then be produced to the Governor who shall examine the same, and if he shall approve thereof and endorse his approval thereon, the certificate shall be recorded in the office of the Secretary of the Commonwealth, and an abstract shall be forthwith furnished the Auditor-General, and the certificate with its endorsements shall be then recorded in the office of the recorder of deeds in the county where the chief operations are to be carried on. Any corporation incorporated under the laws of any other State doing business in this State, and having therein one or more known places of business and an authorized agent upon whom process may be served, is authorized and empowered to purchase in its corporate name at any sheriff's or other judicial sale any real estate upon which such corporation may have or hold any mortgage, judgment or lien, and to hold, lease, sell and convey the same at pleasure to any person or persons or corporation whatsoever; provided, however, that any real estate or purchase as aforesaid shall be sold and conveyed within ten years from the date of such purchase.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

The charter for the incorporation of any company to maintain a telegraph line shall also state the general route of the line of telegraph and the towns to be connected, and such corporation shall be authorized, when incorporated, to construct lines of telegraph and telephone along, under and upon any of the public streets or highways or across or under any of the waters within the state, and the construction of the necessary fixtures, wires and poles or subways shall be subject to the reasonable regulation of the municipality through which it passes, and they shall not be constructed

so as to incommode the public use of such roads or highways or interrupt the navigation of such waters, and this act shall not be construed so as to authorize the construction of a bridge across any of the waters of the State. Such telephonic companies shall have the right to connect its line with any other line operating within the State, and it shall be the duty of any company owning any other telegraph line doing business within the State to permit such connection and to receive despatches from and for other telegraph lines and companies, and from and for any individuals, on the payment of their usual charges to individuals for transmitting despatches as established by the rules and regulations of such telegraph line, and to transmit the same with impartiality and good faith under the penalty of \$100 for every neglect or refusal so to do, to be sued for as a debt, and to be recovered with the costs of the suit in the name and for the benefit of the person sending or desiring to send such despatch.

No such telegraph company shall be consolidated with or merged in any other company owning a competing line, nor shall the stock or bonds of any such telegraph company to an amount sufficient to control the same be held or owned by any company owning a competing line of telegraph, nor shall any company owning a competing line acquire by purchase or otherwise any other competing line of telegraph.

The charge by all telegraph companies for the transmission of any despatch shall include the charge for the delivery thereof, and no extra or additional charge shall be made for such delivery.

Corporations may be formed for the purpose of constructing, maintaining and leasing lines of telegraph for the private use of individuals, firms, corporations, municipal and otherwise, for general business and for fire alarm or messenger business, or for the transaction of any business in which electricity for or through any wires may be applied to any useful purpose, and the business of such company may be partly within or partly without the limits of any city, borough or township in the State or partly in any other State, and the certificate of such last-named company shall state in what counties of the State, and in what other States it is proposed to carry on business; but before the exercise of the powers given under this act, application shall be first made to the municipi-

pal authorities of the city, town or borough in which it is proposed to exercise such powers, for permission to erect poles or run wires on the same or other or in any of the streets of such city, town or borough, which permission shall be given by ordinance only, and may impose such conditions and regulations as the municipal authorities may deem necessary. Whenever any telegraph company chartered for telegraph purposes and owning and controlling a telegraph line in the State shall consolidate with any other telegraph company owning and controlling a competing line, or where such company shall hold a controlling interest in the stock or bonds of such other company, or shall acquire by purchase or otherwise any other competing line, the franchises and property, the competing line's stocks or bonds shall be forfeited to and become the property of the Commonwealth, which forfeiture may be decreed under proceedings *quo warranto* in any court of common pleas of the State; provided, that any holder of stocks or bonds who shall have been opposed to the consolidation or sale, or shall not have assented thereto or acquiesced therein, may be deemed as a co-defendant in such proceedings, and upon proof of such opposition or want of consent and acquiescence to the satisfaction of the court, it shall be lawful for the court to so mold the decree as to be without prejudice to the right of such innocent stockholder to hold his stock, and in case of an innocent bondholder, he shall be entitled to such *pro rata* shares of the sales of the bonds of the corporation as his bonds shall bear to sale; the amount outstanding in no case to exceed the par value of his bonds and accrued interest thereon.

On final decree of forfeiture the Auditor-General shall sell properties and franchises at auction, and the same shall be sold to the highest and best bidder for cash, provided that no corporation or company owning or operating a competing line shall become a purchaser at such sale. The courts are empowered to enforce the provisions of the Constitution and to direct any officers of such companies to appear and produce their books and papers and to examine them upon oath to ascertain whether they or any of them have violated the provisions of this act.

The purchaser who shall have purchased from the Commonwealth any telegraph line where an organization is effected, and a certificate filed as required herein, shall be and are hereby con-

stituted a body politic and corporate, and shall be vested with all the right, title and property in and to such line, with its appurtenances and all the rights, powers, immunities, privileges and franchises of said corporation owning such telegraph lines; and such persons for or on whose account such telegraph line shall be purchased shall meet within thirty days after the delivery of the deed from the Commonwealth and shall organize a new corporation and shall adopt a corporate name, determine the amount of its stock, and shall have power and authority to make and issue certificates therefor and may issue bonds to any amount not exceeding the capital stock; provided, that they shall within three months after the delivery of the deed, make a certificate under seal specifying the date of organization, the name, the amount of capital, the names of the president and directors, and transmit such certificate to the Secretary of State to be filed in his office and there remain a record.

The various telegraph companies within the State shall be required to forward and receive over their lines all messages that may be offered for transmission by individuals or company, provided that the parties offering such messages tender for the transmission thereof the amount of the usual fee for such transmission, and in case of a refusal or neglect on the part of any agent of the line to send or receive, in their regular order, such messages of telegraph, such companies shall be liable to a fine of \$100 for each and every message so refused or neglected, to be sued for and recovered before any justice of the peace of the Commonwealth as debts of a like amount, and on recovery one-half of said fine shall go to the State, the other half to the party suing for the same.

It shall not be lawful for any person connected with any line of telegraph to use or cause to be used or made known the contents of any despatch of whatsoever nature which may be sent or received over any line of telegraph in the Commonwealth without the consent or direction of either of the parties sending or receiving the same, and all despatches filed at any place for transmission shall be transmitted without being made public or their purport divulged at any intermediate point on any pretense whatsoever.

It shall be the duty of all agents to preserve the originals of all messages sent from such place for at least three years and to produce the same evidence whenever duly subpoenaed so to do by

the individuals, or counsel of the individuals, sending or receiving a copy of such message, or before any committee of the Legislature, and where the same shall be decided by such court or committee to be material to any issue or matter there to be tried; provided, that confidential communications between attorney and client so transmitted shall in no case be divulged.

In all cases where the property and franchises of any telegraph company may have been or shall be purchased at any sale by virtue of any process or decree of any court of the Commonwealth, or in or by power of sale contained in any mortgage or trust deed, the persons for and on whose account the same may be purchased shall have power and authority to determine the amount of the capital stock to be issued therefor, and to issue certificates for the capital stock and also bonds, and secure the same by mortgage on the real and personal property, corporate rights and franchises purchased.

It shall be lawful for any telegraph corporation to buy and own the capital stock of any other like corporation, and to acquire and be possessed of, own, hold, exercise and enjoy all the franchise, property rights and credits held or exercised by the vendor corporation for the purpose of connecting said telephone lines into a continuous telephone system; provided, however, that the provisions of this act shall not apply to telephone companies operating or owning or in any way controlling competing lines.

Such acquisitions shall be made by an agreement entered into by both companies and submitting the same to the stockholders, a majority of whom shall approve thereof; the capital stock of the vendor shall be existing and its corporate existence terminate and the damage to any stockholders who shall be dissatisfied with such acquisition shall be appraised by three disinterested persons whose award shall be final and conclusive by the court.

Lapse of time shall not raise a presumption or justify a prescription of any perpetual right to the attachment or extension of wires upon or over or under any building or land where the telegraph or telephone company shall have erected its lines along any highway; the owner of the adjoining land may claim damage for the erection and maintenance of such line by the cutting of trees where planted in the highway or on enclosed or unenclosed land adjoining the same and the court shall appoint three impartial men as viewers who shall perform their duties and assess the damage done, and shall report the same to the court.



Telegraph or telephone messages shall not be divulged without the consent of the sender or receiver, except nothing in this act shall be construed so as to prevent the publication of any despatch of a public nature which may be sent by any person or persons with a view to general publicity.

Any unauthorized disclosure of a message shall be deemed a misdemeanor and the persons guilty thereof shall be subject to a fine not less than \$100 or imprisonment not exceeding six months, or both.

It is the duty of each telegraph and telephone company or other corporation owning or controlling lines or works, in whole or in part within the limits of the State, to make out and return to the Secretary of Internal Affairs a report embracing the operations and affairs of the company during the fiscal year, together with such other information as the Secretary shall direct. Such report shall cover the transactions of each corporation for the fiscal year ending on the 30th day of June each year, and shall be filed in the office of the Secretary of Internal Affairs, who shall cause the same to be filed in the Bureau of Railways of his department and published in book form, and cause copies of such report to be transmitted to the Governor and the members of the Legislature.

Each such telegraph and telephone company operating, owning or controlling lines of telephone or telegraph located in whole or in part in Pennsylvania that shall neglect or refuse to make such report, shall be liable to a penalty of \$5,000, to be recovered as debts of like amounts and to the use of the Commonwealth. It shall be lawful for corporations using electrical current within the Commonwealth to enter into contracts with each other for the use of the same poles, wires and conduits, or for the purchase and sale of electrical currents, or for the lease and operation of its other systems upon such conditions as they may agree upon; provided, nothing in this act shall be construed to give any company any rights to erect or maintain wires or conduits upon any street or road not already so occupied unless the consent of the local authorities shall have first been obtained.

#### IV. TAXATION.

It shall be the duty of the president or treasurer of every company, domestic or foreign, doing business in and liable to taxation

within the Commonwealth or having capital or property employed or used therein, to make a report in writing to the Auditor-General annually, stating the authorized capital, number of shares authorized and issued, par value and amount paid into the treasury, amount of capital upon which dividends have been declared, and all dividends and rate, the amount of gross and net earnings, the surplus profit added to the sinking fund, the highest price and the average price of sales of stock; and shall pay a tax at the rate of five mills upon each dollar of the actual value of its whole capital of all kinds, and shall pay such tax to the Treasurer of the Commonwealth within thirty days from the date of settlement of the amount of tax by the Auditor-General and State Treasurer.

Every telephone or telegraph company, domestic or foreign, doing business in the Commonwealth shall pay to the State Treasurer a tax of eight mills on the dollar upon the gross receipts of such company upon the telegraph and telephone business done wholly in the State, which tax shall be paid semi-annually on the last days of January and July, and the Treasurer or other officer of such company shall transmit to the Auditor-General a statement under oath of the gross receipts from business derived from all sources and of the gross receipts from business done wholly within the State; provided, if the works of one company are leased to and operated by another, the tax imposed by this section shall be apportioned between such companies in accordance with the terms of their respective agreements. For the payment of such tax the Commonwealth shall first look to the company operating the lines.

Every city of the second class shall have the power of levying and collecting a license tax to be fixed by ordinance upon all and every corporation, company or individual doing business in the city, payable annually, and to regulate the collection of the same; and in the cities of the third class such license tax shall not exceed \$100.

#### V. CRIMES AND PENALTIES.

Any agent transacting any business within the State for any foreign corporation without the provisions of these acts being complied with, shall be guilty of a misdemeanor, and shall be punished by imprisonment not exceeding thirty days and pay a fine of not exceeding \$1,000, or either.

Forgery of telegraphic despatches or the sending of the same knowing them to be forged or false or counterfeit, shall be a misdemeanor and punishable by a fine of not exceeding \$500 and imprisonment not exceeding one year. It shall be unlawful to break, injure or destroy any of the poles, wires or fixtures employed in the construction of any telegraph line or to interfere with any structure erected, or in any way to attempt to divert from its uses or make use of electrical current for the purpose of communicating telegraphically from one station to another station of the company or connecting line, and such crime is punishable by a fine of not exceeding \$500 or imprisonment not exceeding twelve months, or both.

Stealing or attempting to steal any wire, or cutting or breaking the same with intent to steal, is a felony and punishable by a fine not exceeding \$500 or imprisonment not exceeding seven years.

It shall be unlawful for any person to wilfully enter upon any land where the owner has caused to be permanently posted thereon notices that such land is private property and warning all persons from trespassing thereon. The penalty for such crime is \$10, together with the costs of prosecution, to be recovered before any magistrate or justice of the peace as a fine and penalty, and in default thereof the party convicted shall be committed to the county jail for one day of each dollar of fine imposed.

Eight hours of labor shall be deemed and held to be a legal day's work, in all cases of labor and services by the day where there is no contract or agreement to the contrary.

It shall be lawful for all classes of mechanics; tradesmen, and laborers to form societies and associations for their mutual aid, benefit and direction, and be able to meet, disclose and establish all necessary by-laws, rules and regulations to carry out the same. No child under fourteen years of age shall be employed in any establishment.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The General Assembly shall meet on the first Tuesday of January every second year.

## **RHODE ISLAND.**

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### **I. CONSTITUTION.**

Private property shall not be taken for public use without just compensation.

The General Assembly may provide by general law for the creation and control of corporations, provided that no corporation shall be created with the power to exercise the power of eminent domain or to acquire franchise in the streets and highways of towns and cities, except by special act of the General Assembly upon a petition for the same as may be required by it.

### **II. CORPORATIONS.**

Whenever any bill shall be presented to either house of the General Assembly to create a corporation which shall be authorized to exercise the right of eminent domain or which shall have the right to acquire franchises for the streets and highways of any city or town, notice of the pendency of the petition for the passage of such bill shall be given by the petitioners in a newspaper published in the city of Providence and also in a newspaper published in the town or county where such corporation is sought to be located for three weeks successively, for the presentation of such bill and such notice shall specify the purpose of the corporation, the place where it is intended to be established, and the towns or cities where such right is to be exercised or such franchises are to be acquired.

All corporations shall, whenever no other provision is specially made, have perpetual succession. Records of transfer of stock shall be made and kept within the State, and the recording officer shall be a resident of the State, and each company shall have a place of business within the State and shall have a clerk, treasurer or other agent who shall reside therein.

Corporations created by charter shall be organized within two years from the passage of their respective acts of incorporation.

Failure to hold the annual meeting or elect officers shall not impair the existence of any corporation.

Every corporation created by charter shall within thirty days after organization or after increase of its capital stock shall file in the office of the Secretary of State a certificate under oath of its treasurer setting forth the name of the corporation, its committee of organization, amount of capital stock actually paid in upon the same, the amount of increase paid in, with the date thereof, the town in which such corporation is located, and the name and address of its treasurer.

Every corporation and every city shall pay weekly to the employees engaged in its business the wages earned by them to within nine days of the date of such payment unless prevented by inevitable casualties. Every foreign corporation shall appoint by written power some competent resident of the State as its agent, with authority to receive service of all process against the company; such designation of an agent shall be filed with the Secretary of State, and the penalty for acting as agent or officer of any such foreign company unless it shall have appointed an attorney for the purpose of accepting the service of process shall be a fine of \$1,000.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Town or city councils may grant rights and franchises in the streets and highways, and such grant may confer exclusive rights for a time not exceeding twenty-five years; provided, that no grant or exclusive right for the purpose of erecting, constructing or maintaining poles, wires, conduits or cables or other apparatus for operating the same shall be made by any city or town wherein at the time a corporation created for the same purpose or a person duly authorized by law to use the streets for such purpose, shall be in actual use and enjoyment of such rights, except to such corporation or person already carrying on business in such city or town, and provided that whenever in any such city or town more than one corporation shall, at the time, be in actual use and enjoyment of portions of the streets and highways, no exclusive right shall be granted to either without the consent of the other.

Every corporation which shall receive exclusive rights shall make return to the town or city treasurer granting the franchise of its gross earnings and shall pay to such officer a special tax at a rate not exceeding 3 per cent. upon such gross earnings within

said town or city in such year. Such taxes are payable quarterly and may be collected by the city treasurer as other taxes are collectible. No company which shall acquire exclusive rights or franchise hereunder, shall at any time during the continuance thereof charge for its product, wares or service to any town or city, or the inhabitants thereof, any greater price than the price actually charged by it at the time of granting such right or franchise.

Corporations enjoying such rights shall be subject to reasonable rules and regulations controlling the extent, quality and construction and service to be maintained by the corporation as may be from time to time enacted by the town or city council, and if such regulation or enactment shall seem to such company to be unreasonable, such company within thirty days after the same has been passed may file its petition in equity in the Appellate Division of the Supreme Court, applying for a decision of the question if such a regulation or order is or is not reasonable, and thereupon such court, after notice, shall proceed to hear and determine the matter according to the courts of equity, and their decision and decree thereon shall be final and binding.

No city or town shall make any charge to such company for the use of its streets except under and in accordance with the provisions of this chapter.

Any enjoyment by any person or company for any length of time of the privilege of maintaining telegraph or telephone lines or poles or wires upon or over any lands or buildings of other persons or companies shall thereby confer no right to the continued enjoyment of such easement or raise any presumption of grant thereof. The erection of any electrical apparatus upon private property without the consent of the owner, or on shade or ornamental trees except by direction of the surveyor of highways, and all electrical apparatus shall be removed from private property within thirty days after notice in writing from the owner so to remove.

#### **V. TAXATION.**

Every telegraph and telephone company shall annually make return to the State Auditor setting forth its gross receipts derived from its business transacted within the State from whatever source

the same may come, and shall pay to the General Treasurer a tax of 1 per cent. of such gross earnings, which sum shall be in lieu of all other taxes upon its line and personal estate used exclusively in telegraphic and telephonic business within the State.

If the required return be not made within twenty days after the first day of July, the officer and agent neglecting and refusing to make the same shall be fined not exceeding \$5,000.

If the tax be not paid within thirty days after it becomes due and payable, the General Treasurer shall apply to the Appellate Division of the Supreme Court by petition; the court shall appoint the time for hearing the matters therein set forth and shall cause a reasonable notice to be given to the adverse party and on the return thereof shall similarly proceed to hear the party and if it shall determine such tax due and payable, and if it has not been paid, the court forthwith shall issue execution in which the court officer shall be commanded to attach the wires, machines and other property of the company assessed within his precinct, and such property shall be advertised and sold as personal property is sold and taken on an execution in law.

Every corporation shall pay an organization tax of \$100 and one-tenth of one per cent. upon any amount of capital stock exceeding \$100,000.

Town and city councils may make ordinances regulating the erecting and maintaining telegraph and other wires and appurtenances thereof and may impose penalties for the violation of such regulations or ordinances.

#### V. CRIMES AND PENALTIES.

Every person who shall surreptitiously obtain or attempt to obtain the contents of any private telegraph message, and any employee who shall disclose the contents or purport thereof to a person not authorized to receive the same, shall be fined not exceeding \$1,000.

Every person who shall wilfully and maliciously cut or destroy or attempt to cut or destroy any electrical wire or other appliance or apparatus used for the purpose of transmitting intelligence by telegraph or telephone or who shall cut, break down or destroy or attempt to destroy or injure any pole or insulator or other appliance for supporting or carrying any such wire, or shall

do any act interrupting or intended to interrupt the transmission of current by any such wire, shall be liable to indictment, and upon conviction shall be fined not exceeding \$3,000 or imprisonment not exceeding two years; provided, that nothing contained in this section shall be construed to permit the attachment or use or operation of any wires, poles or other apparatus upon the property of any person or company without the consent of the owner thereof, nor to prevent any person properly authorized from removing any such wire, pole or apparatus for the purpose of permitting the passage of any building or structure, the removal of which has been duly authorized by the city or town council.

No minor child who has not completed thirteen years of life shall be employed on labor or service or engage in business, except during the vacations of the public schools of the city or town wherein such child resides.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

There shall be a session of the General Assembly commencing on the first Tuesday of January in each year.



## **SOUTH CAROLINA.**

### **I. CONSTITUTION.**

The General Assembly shall provide by general laws for the organization of all corporations, provided that the State Assembly may by a two-thirds vote of each house of a concurrent resolution allowing a bill for a special charter to be introduced and when so introduced may pass the same as other bills.

Every corporation organized or doing business in the State, other than religious, educational or benevolent associations, shall have and maintain at least one agent in the State upon whom process may be served, and at least one business office for the transmission of its business.

All telegraph and other corporations engaged in the business of transmitting intelligence for hire are common carriers and are subject to liabilities and taxation as such.

The General Assembly shall pass no act granting the right to construct and operate telegraph or telephone lines without the consent of the local authorities in control of the streets or public places to be occupied for any such or like purpose first being obtained.

No discrimination in charge or rate for the transmission of intelligence within this State or coming from or going to another State shall be made by any transmission company between places or persons.

Any telegraph or other transmission corporation organized under the laws of the State shall have the right to connect its line to such line; that those of other states shall have the right to intersect with all and another transmitting line and shall receive and transport the messages delivered to it by any other company without delay or discrimination.

No telegraph or other transmitting company or the lessees, or purchaser of any such company shall consolidate the stock, property or franchises of such corporation with, or lease or purchase the works or the franchise of or in any way control any other telegraph or other transmission company owning or having under

its control a parallel or competing line, and the question whether telegraph or other transmission companies are parallel or competing lines shall, when demanded by the party plaintiff, be decided by a jury as any other civil cases.

A Railroad Commission is established, whose powers over all transporting and transmitting companies shall be regulated by law.

Private property shall not be taken for private use without the consent of the owner or for public use unless just compensation be first made therefor; nor shall any right of way be appropriated to the use of any company until full compensation shall be first made therefor to the owner or secured by a deposit of money, irrespective of any benefit from any improvement proposed by such company, which compensation shall be ascertained by a jury of twelve men in a court of record as shall be provided by law.

The General Assembly may provide for a graduated tax on incomes and for a graduated license on occupations and business.

The General Assembly shall enact laws to prevent all trusts, combinations, contracts and agreements against the public welfare and to prevent abuses and unjust discriminations and extortions by transporting and transmitting companies, and shall pass laws for the supervision and regulation of such companies by commission or otherwise, and shall provide adequate penalties to the extent, if necessary for that purpose, of forfeiture of their franchises.

## II. CORPORATIONS.

At least one meeting of stockholders shall be held annually in the State. The capital stock may be increased or reduced.

The Secretary of State shall prepare, print and transmit to the General Assembly annually an abstract of all certificates for increase or decrease of capital stock issued by him under provisions of this chapter.

The charter of any corporation except railway, turnpike and canal companies shall be issued by the Secretary of State. Two or more persons desiring to form a corporation, except for municipal purposes and except for railway, turnpike and canal companies, may file with the Secretary of State a petition duly verified, set-

ting forth the names and residences, the name of the company, place at which it proposes to have its place of business, the nature of its business, the amount of capital shares into which it is divided and par value, and upon filing the petition the Secretary of State shall issue the commission authorizing them to open the books of subscription of which public notice is required.

**All subscriptions to the capital stock shall be payable in money or in labor or any property at its money value.**

When not less than 50 per cent. of the proposed capital stock shall have been subscribed, the board of corporators shall call the subscribers together and they shall proceed to the organization of the company and shall elect a board of directors or managers, who shall call for the payment of the subscription capital in whole or in installments. Upon the payment to the treasurer of the company of at least 20 per cent. of the aggregate amount of the capital subscribed and payable in money and upon delivery to such officer of at least 20 per cent. of the property subscribed to the aggregate amount of the capital stock the board of corporators, or a majority, shall certify to the Secretary of State that the requirements of this act have been complied with. Upon the filing of the return the Secretary of State shall issue to the board of corporators a certificate to be known as the charter and that they are fully authorized to commence business, a copy of which charter shall be recorded in the office of the register of conveyances, or the clerk of each county where such corporation shall have a business office.

All charters granted under the provisions of this article shall continue in force perpetually unless limited by the terms of the petition.

Foreign corporations are permitted to locate and carry on business in the State in like manner and with like charters as corporations of like kind and class created under the laws of the State, provided that a foreign corporation acquiring property or commencing business shall within sixty days thereafter file in the office of the Secretary of State a written declaration designating some place in the State as its principal place of business and the place of location of such company at which all legal papers may be served in such company by the delivery of the same to any officer or agent of such company found thereon. And shall also

file with the Secretary of State a certified copy of their charter and by-laws, with all amendments of the same that may be from time to time made within sixty days from the day of making the same, and they shall file annually a sworn statement showing the residence and post office address of such company, the amount of capital stock, the names and addresses of the president, secretary, board of directors, and upon failure so to do the corporation shall forfeit the sum of \$500 to the State, and as a condition precedent that all actions or suits arising out of business or dealings of such foreign companies with a citizen or company of this State or pertaining thereto commenced in the courts of this State shall be tried therein, any usage or law to the contrary notwithstanding; and that the courts of this State shall have exclusive jurisdiction; and that it shall be deemed to be a fact irrebuttable and a part of all contracts entered into between a foreign company and a citizen or company of this State that the taking or receiving from any citizen or company of this State of any fee, charge or payment under or in performance of any such contract, or of any condition of the same, shall constitute the doing of its corporate business within the State, and that the place of making and the performance of such contract shall be deemed and held to be within the State.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Any telegraph or telephone company, whether domestic or foreign, upon complying with the laws of this State, may construct, maintain and operate its line through, upon, over and under any of the public lands, public roads, waters of the State and over and under and on land of any person, company or corporation in the State, and along, upon and over the right of way of any railroad company in the State, provided the same are so constructed as to not endanger the safety of persons or to interfere with the use of such highway or the navigation of such waters or the operating or running of the engines and cars of such railroads, and that just compensation is first made to such land owners and railroad companies for such right and privilege as provided by law and provided that no electric wires shall be erected within fifty yards of any highway unless the same shall be provided with a

sufficient lightning arrestors as may be necessary for the protection of persons and property; the right of way over and under the lands of any person or corporate division and railroad companies must be secured by the institution of condemnation proceedings, and in the case of railroad companies such telegraph or telephone line may file its petition in the office of the clerk of the Court of Common Pleas in the county, and the clerk of the court shall then summons such railroad company and the cause shall be tried as other civil actions. And every party feeling aggrieved at the verdict of the jury may appeal the same to the Supreme Court of the State. All companies or persons owning, controlling or operating lines of express or telegraph whose lines are in whole or in part in the State shall be under the control of the Railroad Commissioners of the State; they shall have full power to regulate the price or public charge of any company or person operating any such line for any service performed by it; and the powers of the commissioners to regulate charges by corporations herein referred to shall apply to charges by express for transportation from one point to another of the State and messages sent by telegraph from one point to another in the State.

Telegraph and express companies shall pay *pro rata* a part of the salaries of the Railway Commissioners based on their gross earnings.

No telegraph company doing business in this State shall make any difference in the rates at which they furnish telephones and telephone service to its patrons or subscribers at its different offices or places of business in the several states or more than is necessary on account of the difference in the cost of supplying such telephones and telephone service to its subscribers at its different offices and places of business being taken into consideration, and any telephone company which violates the provisions of this section shall pay and forfeit to each of its subscribers, where it charges such higher rate, double the difference between a rate unlawfully charged and the rate which should be charged according to the provisions of this law, to be recovered by suit in a court of competent jurisdiction.

All telegraph companies doing business in the State shall be liable for mental anguish or suffering in the absence of bodily

injury for negligence in receiving, transmitting or delivering messages, and the rights and limitations provided herein shall be in addition to those now existing, and in all actions under this section the jury may award such damages as they may conclude resulted from negligence of such telegraph company. The Railway Commissioners shall require annual reports to be made upon blanks to be furnished by them, and shall be authorized to require other reports of such other matters as they may deem to be expedient, and shall have power to make examination for the purpose of obtaining such information, to issue subpoenas for the attendance of witnesses. It shall be the duty of the commission having power to ascertain if its rules and regulations having been complied with to make personal visitations of the places of business for the purpose of examination and to make rules and regulations concerning such examination and have full power and authority to examine agents or employees under oath and otherwise to procure the necessary information to make a just and reasonable rate on freight and passenger traffic.

The Railroad Commission shall have and exercise the same jurisdiction concerning all telephone lines, stations and exchanges and over all persons or companies owning or operating telephone lines that it now exercises over railroad, telegraph and express lines, and to fix and regulate the rates to be charged by the owners of such telephone lines for the transmission of intelligence for hire, and to require reasonable connections to be made and maintained when practical between such lines and the lines of private individuals, firms or companies desiring such communications, and to fix and regulate the rates or compensation therefor, and to make and enforce rules and regulations by which all persons or companies owning or operating such lines for the transmission of intelligence for hire, shall be governed in the conduct of such business, provided that, except by agreement, with the subscribers no change shall be made in any existing rates without a hearing by said commission, which shall be had at such time and place as shall be designated by it and of which notice shall be given. The persons or companies owning and operating telephone lines shall bear their proportion of the salaries of the Railroad Commissioners and its employees.

#### IV. TAXATION.

The right of way, buildings, structures, poles and fixtures and real estate owned and in daily use by a railroad or telegraph company in the prosecution of its business shall, for the purpose of this chapter, in this State, be regarded as personal property, while the lien for tax shall attach to the property as if the same were real estate.

Every telegraph and telephone company doing business in the State shall annually make a statement to the Comptroller-General setting forth the capital stock, the number of shares issued, outstanding, the par and face value thereof, its place of business, the market value of its shares, the real property, structures, machinery and fixtures owned by it and subject to legal taxation in the State and the location and assessed value thereof in each county or township where the same is assessed for local taxation, the specific real estate owned by the company outside of the State not used directly in the conduct of the business and the sum at which the same is assessed for taxation, all mortgages upon its property, with the amounts thereof, the length of line of the company, the length of the line outside the State, the length of the line in the counties and townships within the State.

Upon failure to file such statement, the company shall forfeit to the State \$100 per day for each day such report is delayed beyond the time for filing.

The Comptroller-General shall place such statements before the State Board of Appraisers who shall ascertain the true cash value of the entire property owned by such company for that purpose taking the aggregate value of all the shares; provided that if any property is incumbered by mortgage the board shall ascertain the true cash value by adding to the market value of the aggregate shares of stock the aggregate amount of such mortgages, and the result shall be deemed and treated as the true cash value of the property of such company. The board shall then deduct from the gross value the assessed value for taxation of any property taxed within the State not specifically used in the general business of the company, and shall then ascertain the true cash value of the company's property by taking the proportion of the whole aggregate value after deducting the assessed value of such real estate which

the length of the lines of such company within the State bears to the total length of the line of such company, and from the entire value of the property within the State ascertained there shall be deducted the assessed value for taxation of all real estate structures and appliances within the State subject to local taxation in the county and township, and the residue of such value after taking therefrom the assessed values of local property, shall be assessed by the board, and such board shall then ascertain the value per mile of the property within the State by dividing the total value as above ascertained, after deducting the specific properties locally assessed, by the number of miles within the State, and the result shall be deemed and held as the value per mile of the value of such property of such company within the State, and such board shall then multiply the value per mile by the number of miles in each county as reported in the statements filed, and the result thereof shall be then certified to the Comptroller-General who shall thereupon certify the same to the auditors of the respective counties through or across which the lines of such companies extend, and such auditors shall apportion the amount certified for their counties among the several townships into, through or across which such lines extend in proportion to the length of the lines in the townships. Upon refusal to pay a tax assessed against it an action may be prosecuted in the name of the State on relation of the county auditor, and the judgment in such action shall so include the penalty of 50 per cent. of the amount of tax assessed and unpaid together with a reasonable attorney's fee. Failure to make and deliver statements required herein shall cause a forfeiture by such company of \$500 as a penalty. No domestic corporation owning property in any other State shall be required to return its capital for taxation in this State but shall return such property as it owns in this State and such proportion of the value of its other property as, if owned by the individual residents of this State, would be taxable in this State.

A corporation organized under the law of this State but owning no property in the State shall not be required to return its capital for taxation in the State. A corporation chartered under the laws of this State which shall refuse or omit or neglect to pay its tax within thirty days after the assessment and levy thereof shall for-



feit its share in all the rights, privileges and franchises thereof, and the corporate existence of such company shall be annulled.

Each domestic corporation shall annually report to the Comptroller its name, location of its office, the name, address of its president, manager and directors, the date of the annual election of its officers, the amount of authorized capital and par value, the amount subscribed, the amount outstanding and paid up, the nature and amount of business in which engaged, and if a telegraph or telephone company or a foreign corporation shall also state the nature of the company, under the laws of what State organized, and in case of telegraph and telephone companies the entire gross receipts, including all sums earned or charged, whether actually received or not, for the fiscal year next preceding, from whatever source derived, whether messages, telephone bills or rentals, or otherwise, for business done in the State at each office in the State, giving name of the business to the auditor receiving for the company from such parties in the State from business done within the State. The State Board of Assessors shall proceed to ascertain and determine the gross receipts of such telegraph and telephone companies for business done within the State for the fiscal year next preceding, and shall notify the State Treasurer of the amount thereof, and shall proceed to collect an annual license fee of three mills on the gross income of such company for business done within the State, and the State Treasurer upon payment of such annual fee shall deliver to the company paying the same a certificate of its compliance with this act, and on failure or neglect so to pay such tax or a neglect to report as herein provided, such company shall be subject to a penalty of \$500 and an additional penalty of \$100 for each day's omission after the time limited in this act for filing such report and paying such license fee, which penalty may be recovered by action in the name of the State.

Every foreign corporation when it shall retire from business in the State is required to file with the Secretary of State a certificate to that effect.

#### V. CRIMES AND PENALTIES.

Any person who shall wilfully and unlawfully injure or destroy any pole or wire of any telegraph or telephone shall be guilty of a misdemeanor and punishable by a fine of not exceeding \$100 or

imprisonment not exceeding thirty days. It shall be unlawful for any person while a member of the Senate or of the House of Representatives, State or national, or any State or county official or any judge of a court of record in the State to use any free pass, express blank, frank or complimentary ticket; and any person upon conviction of a violation hereof shall be guilty of a misdemeanor and liable to a fine not exceeding \$500.

#### VI. LIMITATIONS OF TRADE AND COMMERCE.

All arrangements, agreements, trusts or combinations between two or more persons, individuals, firms or corporations made with a view to lessen or which tend to lessen full and free competition in the importation or sale of articles imported into the State or in the manufacture or sale of articles of domestic growth or of domestic raw material, and all arrangements, contracts agreements, trusts or combinations designed or which tend to prevent or control the price or cost to the producer or the consumer of any such article or product, and all arrangements, contract, trust or combination between two or more persons as individuals, firms, corporations, syndicates or operations that may lessen or check in any manner the full and free competition of any effect rates, tolls, premiums or prices or seeks to control in any manner or way such tariffs, rates, tolls, premiums or prices in any branch of trade, business or commerce, are hereby declared to be against public policy and unlawful and void, and any violation of the provisions herein shall be deemed and is hereby declared to be destructive to full and free competition and conspiracy against trade, and any person or persons who may engage in any such conspiracy or who shall as member, manager, director or agent or in any other capacity knowingly carry out any of the stipulations purposes, prices, rates or orders made in furtherance of such conspiracy shall, on detection, be punished by a fine of not less than \$100 or more than \$5,000, and by imprisonment not less than six months or more than ten years or both.

When complaint is made upon affidavit showing the *prima facie* violation of the law it shall be the duty of the Attorney-General to bring action against such domestic company to forfeit its charter. He shall apply to any court for an order restraining such offending

corporation, and if necessary, for the appointment of a receiver therefor, and in case such violation shall be established the court shall adjudge the charter of such corporation forfeited, and it shall be dissolved, and its charter shall cease and determine, and in case of such showing as to a foreign corporation action shall be taken by the Attorney-General to determine the truth of such charge and in case such charge shall be sustained the effect of the judgment of the court shall be to deny such corporation the recognition of its corporate existence in any court at law or equity in the State.

Any person or persons or corporation that may be injured or damaged by any such arrangement or agreement may sue for a recovery of the full consideration or sum paid by him or them for any goods, wares, merchandise or articles the sale of which is controlled by such combination or trust.

A monopoly is any union or combination, or consolidation, or affiliation of capital, credit, property, assets, trade, custom, skill or acts, or any other valuable thing or possession by or between persons, firms, corporations or associations of persons, firms or corporations whereby any one of the objects mentioned in this act is accomplished or sought to be accomplished, or whereby any one or more of such purposes are promoted or attempted to be executed or carried out, or whereby the several results described herein are reasonably calculated to be produced, and a monopoly, as thus defined and contemplated, includes not merely such combinations by or between two or more persons, firms or corporations acting for themselves, but is especially defined and intended to include all aggregations, amalgamations, affiliations, consolidations or incorporations of capital, skill, credits, assets, property, custom, trade or other valuable thing or possession, whether affected by the ordinary methods of partnership or by actual union under the legal name of firm, by a corporation or an incorporated body resulting from the union of one or more distinct firms or corporations, or by the purchase, acquisition or control of shares or certificates of stocks or bonds or other corporate property or franchise, and all corporations or partnerships that have been or may be created by the consolidation or amalgamation of the separate capital stock, bonds, assets, credits of two or more firms or corporations or com-

panies are especially declared to constitute monopolies within the meaning of this act, if so created or incorporated into for any one or more of the purposes named in this act, and a monopoly as defined in this section is hereby declared to be fraudulent and against public policy, and any and all persons engaged therein shall be deemed and adjudged guilty of a conspiracy to defraud, and to be subject to the penalty described in this act.

Sales for less than cost of manufacture for the purpose of injuring competitors is prohibited. The penalty for the violation of any of the provisions of this act shall be a forfeiture of not less than \$200 nor more than \$5,000 for each offense, and each day such person, corporation, partnership or association shall continue so to do shall be a separate offense, and the penalty in such cases to be recovered by an action in the name of the State on the relation of the Attorney-General; and any corporation which shall violate any of the provisions of this act shall forfeit its corporate rights and franchises, and its corporate existence shall, upon proper proof being made in any court of competent jurisdiction, be by that court declared forfeited, void and of no effect, and shall thereupon cease and determine, and any foreign corporation which shall violate any of the provisions of this act shall thereby forfeit its right and privilege thereof to do any business in the State.

#### **VII. LEGISLATURE.**

The General Assembly shall convene on the second Tuesday in January annually.

## **SOUTH DAKOTA.**

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### **I. CONSTITUTION.**

The Legislature shall provide by general laws for the organization of all corporations hereafter to be created.

The exercise of the right of eminent domain shall never be abridged or construed so as to prevent the Legislature from taking property and franchises of incorporated companies and subjecting them to public use the same as the property of individuals.

No foreign corporation shall do any business in the State without having one or more known places of business and an authorized agent in the same upon whom process may be served.

No corporation shall engage in any business other than that expressly authorized by its charter nor shall it take or hold any real estate except such as may be necessary and proper for its legitimate business. Neither the State nor any municipality shall loan or give its credit or make donations to or in aid of any individual, association or corporation, except for the necessary support of the poor, nor subscribe to or become the owner of the capital stock of any association or corporation, nor pay or become responsible for the debt of any individual, association or corporation, nor shall the State enter into any work of internal improvement.

Any company organized for the purpose, or any individual, shall have the right to construct and maintain lines of telegraph in the State, and to connect the same with other lines and the Legislature shall by general law of uniform operation provide reasonable regulations to give full effect to this section. No telephone company shall consolidate with or hold a controlling interest in the stock or bonds of any other telegraph company owning a competing line or acquire by purchase or otherwise any other competing line of telegraph.

No telegraph or telephone line shall be constructed within the limits of any village, town or city without the consent of its local authorities.

Private property shall not be taken for public use or damaged without just compensation, to be determined by a jury, which shall be paid as soon as it can be ascertained and before possession is taken. No benefit which may accrue to the owner as the result of an improvement made by a private corporation, shall be construed in fixing a compensation for property taken or damaged. The fee of land taken for railroad tracks or other highways shall remain in such owners subject to the use for which it is taken.

The power to tax corporations and corporate property shall not be surrendered or suspended by any contract or grant to which the State shall be a party.

Monopolies and trusts shall not be allowed in this State. No corporation, partnership or association of persons in the State shall directly or indirectly combine or make any contract with any incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders or with any partnership or association of persons or in any manner whatever to fix prices, limit production or regulate the transportation of any product or commodity so as to prevent competition in such prices, production or transportation, or to establish excessive prices therefor.

The Legislature is prohibited from enacting any private or special laws granting to any individual, corporation or association any special or exclusive privilege, immunity or franchises whatever.

## II. CORPORATIONS.

Any number of persons not less than five may form a corporation for the purpose of maintaining and operating lines of telegraph, and shall make articles of incorporation stating its name, place from which and to which the lines of telegraph are to be constructed, the estimated length thereof, and the name of each county in the State through or into which they are extended or intended to be constructed, the amount of its capital stock, the number of shares and the number and amount of each class of stock and the names and residences of the directors; the term for which the company shall exist, which shall not exceed thirty years; the place within the State where its principal office shall be main-

tained and where its records and stock books shall be kept and there shall be attached to such certificate an affidavit of at least three of the company directors that it has intended in good faith to construct and maintain and operate the lines of telegraph mentioned in that certificate which affidavit and certificate shall be filed in the office of the Secretary of State whereupon the certificate of corporate existence shall be issued and if the whole of the capital stock shall not have then been subscribed, the directors may open the books of subscription to fill up the capital stock.

The right of way is granted to the owners of any telegraph or telephone lines over lands and real property belonging to the State, and the right to use public ground and highways subject to the control of the proper municipal authorities.

There shall be a board of not less than five directors; no one of whom shall be a director unless he shall be a stockholder owning stock absolutely in his own name, or as a trustee or personal representative. The capital stock may be increased to such amount as may by its stockholders be deemed necessary for the construction or operation of its line by a vote of the owners of at least two-thirds of all its stock. Every corporation, domestic or foreign, owning or operating lines of telegraph within the State shall have the power to make examinations and survey for its proposed lines, to take and hold voluntary grants of real estate and other property as may be made to be an aid in the construction, maintenance and operation of its lines; to acquire by purchase such real estate and other property as may be necessary for the construction, maintenance and operation of its lines; to hold and use the same; to lease or otherwise dispose of any part or parcel thereof or sell the same when no longer necessary to its use; to construct its lines along or upon any stream of water, highway or road wherever, river front, steamboat, or other public landing or canal, which its road shall intersect or touch; to connect its lines with any lines of telegraph heretofore or hereafter constructed; to take and transmit messages over its lines by power or force of electricity and to receive compensation and to do all the business incidental to telegraph corporations; to erect and maintain all necessary and convenient buildings, fixtures and machinery;

and to acquire real property necessary for its construction and maintenance of its lines by condemnation.

The utmost care and diligence shall be used in the transmission and delivery of messages, and every person whose message is postponed is entitled to recover from such association his actual damages and \$50 in addition thereto.

No company or individual organized for the purpose of owning, maintaining and operating lines of telegraph in the State shall consolidate with or hold a controlling interest in the stock or bonds of any telegraph companies owning competing lines or acquire by purchase or otherwise any competing line of telegraph.

The carrier of messages for reward must deliver them over at the place to which they are addressed, to the person for whom they are intended, and must use great care and diligence in the transmission and delivery of messages.

Everyone who offers to the public to carry persons, property or messages is a common carrier of whatever he thus offers to carry and must if able to do so carry whatever is offered to him at a reasonable time and place of a kind which he is accustomed to carry and must always give preference in time and may give preference in price to the United States and this State.

A common carrier must start at such time and place as he announces to the public unless detained by reason of accidents or the elements or in order to connect with carriers on other lines of travel.

A common carrier is entitled to a reasonable compensation which he may require to be paid in advance and if refused may refuse to carry. Obligations of a common carrier cannot be limited by general notice on his part, but may be limited by special contract, but a common carrier cannot be exonerated by any agreement made in anticipation thereof from liability for the gross neglect for or wilful wrong or fraud of himself or his servants.

A carrier of messages by contract must, if it is practicable, directly transmit such message immediately upon its receipt and must transmit them in the order in which he receives them except messages from agents of the United States or of this State on public business, to which he must always give priority, and every person whose message is refused or postponed contrary to the



provisions in this chapter is entitled to recover his actual damage and \$50 in addition thereto.

No foreign corporation shall transact any business within the State, or acquire or dispose of real or personal property, or maintain any action at law in the State until it shall have filed in the office of the Secretary of State a duly certified copy of its articles of incorporation and shall have complied with the provisions of this section, except that the same shall not apply to corporations and associations created solely for religious and charitable purposes.

Such foreign corporation shall appoint an agent who shall reside at some accessible point in the State duly authorized to accept service of process and upon whom such service may be had in any action of which such company may be a party. A duly certified copy of such agent's appointment shall be filed and recorded in the office of the Secretary of State and also in the office of the register of deeds of the county where such agent resides. And any person acting as agent or officer of any foreign corporation unless it shall have appointed such agent as herein provided, shall be guilty of a misdemeanor and can be punished by a penalty of not more than \$100 and imprisonment for not more than thirty days, or both.

The Legislature or either branch may examine into the affairs and conditions of any corporation in the State at all times.

### III. TAXATION.

The State Board of Equalization shall consist of the Governor, Auditor, Secretary of State, Treasurer and Commissioner of Schools and Public Lands; and annually, the Auditor shall transmit to each county auditor a transcript of the proceedings of the board, specifying percentum added to or deducted from the valuation of each class of real and personal property in the several counties of the State.

It shall be the duty of every telephone or telegraph company doing business in the State to annually furnish to the State Auditor a statement under oath showing the total number of miles owned, operated or leased by it within the State, the number of miles in each separate line or division thereof, with the number of separate wires therein, stating the counties through which the

same may extend, the number of miles in each county and the number of stations, and the number of telegraph or telephone instruments used in the county; the average number of poles per mile used in the construction of the line and the value of wires, poles, line, and of all other property in the State; the number of public offices maintained and the total cost and nature of the receipts of all State offices for the year ending April 30, preceding the making of such statement.

The State Board of Assessment and Equalization shall review such statement and may change the valuation or add to said statement any property omitted therefrom and such board shall proceed to levy the tax on said property, which tax shall be equal to the average amount of State, county, school, or municipal taxes levied upon other property for the preceding year, and the Auditor shall notify each company of the amount of taxes so levied which shall be thereupon paid to the State Treasurer by such company, which shall be in lieu of all other taxes and upon failure to make such statement, or filing a false statement, such companies shall forfeit not more than \$5,000 to be recovered in the name of the State and any court of competent jurisdiction.

The State Board of Equalization shall cause a statement to be transmitted to the county board of each county in which any land, possession or property of any telegraph or telephone company is situate, showing the amount or proportion of such property and the value thereof situate in such county and the State Treasurer shall remit to the county treasurer their proportionate share of such tax and such county treasurer shall apportion the same, as provided in other such cases. The amount to which each county is entitled shall be determined by the State Board of Equalization, and in the event that any telegraph, telephone or express company, foreign or domestic, doing business in the State shall fail or neglect to pay the tax due or pay to the State after a period of thirty days after it shall become due there shall be added to such tax a penalty of 12 per cent. per annum, and at the expiration of thirty days from the time that such tax has become due and payable, the State Treasurer shall distrain sufficient property of the delinquent to pay the same, and shall immediately advertise the sale in at least three newspapers, and such sale shall be had and the proceeds added either to the payment of the tax, penalty and cost.

The city council shall have power to regulate and prevent the use of streets, sidewalks and public grounds for telegraph or telephone poles. The board of trustees of the town shall have the power to establish and make such by-laws, ordinances and regulations not repugnant to the laws of the State as may be necessary to carry into effect the provisions of these statutes.

No law, ordinance or resolution having the effect of law for the government of any city or town passed by the legislative body thereof, except such as are for the immediate preservation of the public peace, or health, or safety, or expenditure of money in the ordinary course of the administration of affairs of such public corporation, shall not go into effect until twenty days after the passage of such law, ordinance or resolution. The qualified electors residing in any city or town may, within the said twenty days, file a petition with the proper officer or clerk, requiring him to submit any such law, ordinance, or resolution to a vote of the electors affected thereby for its rejection or approval, to be held within thirty days unless immediately following the filing of said petition, provided in all cases where the petitions are filed within three months prior to any election held for the purpose of electing an officer of such city or town, such law, ordinance or resolution shall be submitted at such election, which proposed law, ordinance or resolution shall be advertised in a newspaper published in such municipality, and ballots shall be printed for the vote therein, and the same shall not go into effect unless approved by a majority of the votes cast for and against the same, and shall go into effect immediately after the determining of its election returns, if approved by the electors.

The right to propose laws, ordinances or resolutions having the effect of law for the government of any city or town shall rest with any 5 per cent. of the electors of the political subdivision affected, the percentage in each instance to be based upon the number of votes cast at such general election for the highest executive officer of such political subdivision.

The proposal for such law, ordinance or resolution shall be made by petition to the clerk of the municipal corporation who shall, on the first ensuing regular or special session called, submit such proposal to the legislative body thereof and if it is not adopted or cannot be adopted, by reason of the want of authority

of such legislative body, it shall be referred to a vote of the electors of such municipality within the time and manner prescribed by this article, provided for the referendum.

#### IV. CRIMES AND PENALTIES.

It is unlawful for any person connected with a telegraph, telephone or messenger company in any capacity to divulge the contents or the nature of the contents of a private communication entrusted to him for transmission or delivery, and it is unlawful to refuse or neglect to transmit or deliver the same, or to forge the name of the intended receiver to any receipt therefor with view to injure, deceive or defraud the sender or intended receiver, or any such company, or to benefit himself or any other person, and the penalty shall be a fine not exceeding \$500 and imprisonment not exceeding three months, or both, unless the contents of any such message is divulged upon order of a court of competent jurisdiction.

Wilful injury, breaking or cutting of any telegraph or telephone line or cable, or the reading or copying by the use of any instrument in any unauthorized manner, any message from such telegraph or telephone line or making unauthorized use of any message, or obtaining or wilfully preventing or delaying, by any contrivance, the sending, conveying or delivery of any authorized communication, or wilfully breaking, cutting or in any manner injuring any telegraph or telephone pole, support, insulator or any part of such line along any public highway by means of firearms is a misdemeanor.

Every person or corporation who discloses the contents of any telegraph dispatch, telephone message or communication addressed to another in the course of transmission except upon order of a court of competent jurisdiction, without the written consent of the sender or the person to whom the same is sent shall be guilty of a misdemeanor and fined not less than \$50.

#### V. LIMITATIONS OF TRADE AND COMMERCE.

A trust or monopoly is a combination of capital or skill by two or more persons, firms or associations of persons to create or carry out restrictions in trade, to limit the production or to increase or reduce the price of commodities, to prevent competition in the

manufacture, transportation, sale, or purchase of merchandise, produce, or commodity, or to fix any standard or figure whereby the price to the public shall be in any manner established or controlled. It shall be unlawful to fix the price, to limit the transportation of any product or commodity so as to obstruct, delay or prevent competition in such production or transportation. It is unlawful to combine or make any contract with any company to fix the price, limit the production of any commodities or regulate the transportation directly or otherwise of any product or commodity so as to obstruct or prevent competition.

The punishment for a conviction of a violation of any of the preceding sections shall be a fine of not more than \$5,000, and upon a second conviction not more than \$10,000, all of which fine shall be paid, one-half to the person aggrieved and the other one-half to the county treasurer of the county in which the conviction may be had. Any person who suffers damage by reason of the operation of any pool, trust or combination may maintain civil action and recover the damage sustained.

#### **VI. LEGISLATURE.**

The Legislature shall meet on the first Tuesday after the first Monday of January in the year next ensuing the election of members thereof.

All measures proposed to the Legislature under the initiative shall be presented by petition signed by not less than 5 per cent. of the qualified electors of the State. And the Legislature shall enact and submit all such proposed measures to a vote of the electors of the State at the next general election, and if a majority of all the votes cast for and against the measure are for the measure so enacted and submitted, it then becomes a law of the State and goes into force and effect immediately.

Any law which the Legislature may have enacted except for the preservation of public health, peace and safety and support of the State government and its existing institutions shall, upon the filing of the petition, be submitted to a vote of the electors of the State at the next general election. Such petition shall be signed by not less than 5 per cent. of the qualified electors of the State and filed in the office of the Secretary of State within ninety days after the adjournment of the Legislature which passed such laws, and

if a majority of the votes cast both for and against the law are for the law it shall then become a law of the State and go into force and effect immediately.

Whenever such a measure is submitted to the electors it shall be printed upon a separate ballot. All the measures and laws of the Legislature to be voted upon at the same election shall be printed upon one ballot.

Every person who is a qualified elector may send a petition to propose a measure or submit a law and any person signing a name other than his own to such a petition or any person signing the same who is not a qualified elector shall, upon conviction, be fined a sum not exceeding \$500 or imprisonment for a term not exceeding five years, or both.

## TENNESSEE.

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### I. CONSTITUTION.

No lands or property shall be taken or applied to public use without just compensation. The credit of no county, city or town shall be given or loaned to or in aid of any person, company, association or corporation except upon election to be first held by the qualified voters of such municipality and the assent of three-fourths of the votes cast at such election, nor shall any such municipality become a stockholder with others in any company except upon a like election and the assent of a like majority.

Perpetuities and monopolies are contrary to the genius of a free State, and shall not be allowed.

If a bill has been rejected by the Legislature no bill containing the same substance shall be passed into a law during the same session.

The credit of the State shall not be allowed or given to or in aid of any person, association, company, corporation or municipality, nor shall the State become the owner in whole or in part of any bank or a stockholder with others in any company or municipality.

The Legislature shall have no power to suspend any general law for the benefit of any particular individual, and the General Assembly shall provide by general laws for the organization of all corporations.

### II. CORPORATIONS.

Corporations may be formed by five or more persons and shall prepare a form of charter adapted to its purposes, and append thereto an application to the State for a charter. This application when probated as herinafter provided and certificates shall be registered in the county where the principal office of the company is situate and also in the office of the Secretary of State, and a certificate of registration given by the Secretary of State shall, when registered in the office of the county registrar, complete the formation of the company.

If the company establish agents in any other county an instrument must also be registered in that county. The capital stock of any company shall be deemed and held liable to taxation.

The non-user or any company incorporated in this State of a part of its powers, privileges and franchises shall not have the effect to forfeit or to affect any franchises, right, power, privilege or immunity contained in its charter.

All corporations shall have the authority and power to lease and dispose of their property and franchises to a corporation of this or any other State engaged in or carrying on or authorized by its charter to carry on in this or any other State the same general business as is authorized by the charter of any such lessor corporation, and shall also have the power to make any contract for the use, enjoyment and operation of their property and franchises. The contract or lease shall be authorized or approved by a vote of the majority of the stock of the lessor corporation.

For the purpose of repairs, rebuilding or enlargement, or to meet contingencies or for the purpose of a sinking fund, a private corporation may establish a fund which they may loan in relation to which they may take the proper securities.

Foreign corporations organized under the laws of other states may become incorporated in this State and carry on the business authorized by their respective states, and shall first file in the office of the Secretary of State a duly authenticated copy of their charter, and such companies may then do business and sue and be sued, and may purchase, acquire and hold real estate in fee simple necessary or suitable for the carrying on of its business. The corporation and its property shall be liable for all its debts and liabilities but nevertheless creditors who may be residents of the State shall have a priority in the distribution of assets or of the subjection of the same to the payment of debts for all simple contract creditors.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Any person or a foreign or domestic corporation created for the purpose of transmitting intelligence by telegraph or telephone may construct, operate and maintain its lines along and over the public highways and streets of the cities, towns and across the waters and any land or public works belonging to the State and all and every



land of private individuals, and upon, along or parallel with any of the roads or turnpikes of the State provided the ordinary use of such highways, railroads or turnpikes shall not be thereby obstructed, and just damages shall be paid to the owners of such lands, railroads and turnpikes by reason of the occupation thereof, and shall have the right to procure condemnation of such property and have the right to peaceful entry upon lands to survey and lay out its lines, but any such company shall not have the power to contract with the owners of lands for the right to erect, operate and maintain such lines to the exclusion of other persons or corporations authorized to erect and operate similar lines.

All messages, including those received from other telegraph or telephone companies, shall be transmitted in the order of their delivery correctly and without unreasonable delay, and shall be strictly confidential, and any officer or agent of such company who wilfully violates the foregoing is guilty of a misdemeanor and the company so violating is liable in damages to the party aggrieved, and any person is guilty of a misdemeanor who without authority intercepts a message transmitted by telegraph or telephone or who wilfully destroys or injures any pole, wire or other fixture of such lines, and upon conviction shall be fined not more than \$50, and may be imprisoned in the discretion of the court.

Every telegraph or telephone company doing business in the State must, under penalty of \$500 for each refusal, transmit over its wires to localities on its lines for any individual, corporation or for telegraph or telephone company such messages, despatches or correspondence as may be tendered to it by or to be transmitted to any individual or corporation or other telegraph or telephone companies at rates customarily asked and obtained for the transmission of similar messages without discrimination as to charge or promptness.

Every telephone company engaged in a general telephone business shall supply all applicants for telephone service and facilities without discrimination or partiality provided such applicants comply with the reasonable regulations of the company, and no such company shall impose any condition or restriction upon any such applicant that are not imposed impartially upon all persons or companies in like situations, nor shall they discriminate against

any individual or company engaged in lawful business by requiring as a condition for furnishing such facilities that they shall not be used in the business of the applicant or otherwise. Any railroad company operating telegraph and telephone lines in connection with the railroad, upon filing their assent in the office of the Secretary of State, shall thereby become clothed with the rights, powers and privileges provided for telegraph and telephone companies.

#### IV. TAXATION.

Telegraph companies shall pay in lieu of all other taxes except *ad valorem* tax for messages transmitted wholly within the State \$20 for 100 miles of wire, \$200 for 300 miles of wire, \$700 for 1,000 miles of wire, and for the first 5,000 miles over 1,000 miles additional, \$20 for each 100 miles or fraction and for each 100 miles of wire over 6,000 \$10, and telephone companies shall pay 40 cents tax on each instrument in counties of over 40,000 population and 20 cents on each instrument in counties of less than this amount of population, but county and municipal taxes must be paid in addition. The State tax being known as a privilege tax must be paid whether the companies make a business of exercising the foregoing privileges or not, and in default of payment shall be liable to pay a penalty of 1 per cent. on the amount of such delinquent tax for each day's delinquency.

All assessed taxes on real estate or telegraph and telephone companies shall be and remain a first lien upon such property.

State Tax Assessors are appointed and the owners of any railroad, telegraph or telephone property shall file biennially a schedule containing a statement of the number of miles of wire on its entire property within and without the State, and in each incorporated town and county the value of the whole, the total number of instruments in use in the State, and value, the number of batteries and value, the capital stock, the gross receipts, and the location, value and description of all other property in the State, and such tax assessors shall thereupon proceed to ascertain a value of the property for taxation, and having fixed the value of any property assessed shall file the same with the State Board of Equal-

ization, which board shall certify to the Comptroller the valuation tax being put upon each property assessed in this act, which State Comptroller shall notify the owner of the property of the amount of taxes due, and shall certify also to the County Court clerk in each county in which such property lies, the amount to be taxed in such counties, and likewise to the mayor of any incorporated town, the amount to be taxed by such town, and the taxes so assessed on behalf of the State shall be collected by the Comptroller, and the taxes due to any county or municipality shall be collected as other county or municipal tax.

The State Tax Assessors shall not assess any telephone and telegraph property except the lines of wire, poles, instruments, paper, etc., but real estate and personal property having an actual status shall be assessed by regular county and city assessors.

The Board of Railroad Commissioners are established and shall act *ex officio* as State Tax Assessors.

All cities and towns shall have full power and authority to ascertain and declare boundary of streets and public lands and grant privileges for the use and enjoyment of the same.

Every ordinance involving the granting by the city of a franchise for the leasing or selling of any public utility, of the granting by the city of any right of way for or over its streets to any telegraph or telephone company, must be submitted to the qualified voters of such city at a special election to be called for that purpose, and if the majority of the qualified voters voting at such election shall vote in favor of such ordinance, the same shall become a law, provided that the expenses of such special election shall be paid by the persons or corporation on whose behalf such special election shall have been called; provided further, that no such special election shall be called within six months after a special or general election.

#### V. LIMITATIONS OF TRADE AND COMMERCE.

It shall not be lawful for any person or association of persons or any company to form or agree to or to conspire to form any trust, pool or corner or combination or any other arrangement or device in or about any article by limiting traffic in the production or manufacture or sale of such article that may injuriously affect, and for the purpose of injuriously affecting the legitimate trade

and commerce of the country or to limit the supply or production of such article whereby the price or produce of such manufactured article or other articles of legitimate trade may be unduly depressed, and to be unduly raised or increased for the purpose of speculation, or purchasing such articles for the purpose of withdrawing them from the market to destroy legitimate competition or to create a monopoly or corner in the same or to produce an undue demand for the same, and thus to unduly raise the price of such article or by throwing the same on the market when so accumulated by purchase, for the purpose of creating an undue depression in the price of such article, and by such means to destroy or injure legitimate competition in the production, manufacture or sale of such articles, or by any other device or arrangement for the purpose. All such agreements, trusts, pools, corners and combinations are prohibited. On conviction a fine shall be imposed of not less than \$250, together with a taxed fee to the Attorney-General for the conviction.

Any contract made by any person or company to carry out any of the agreements or combinations hereinbefore enumerated shall not be enforced in any of the courts of this State where the same shall be made by citizens of this or any other State, and any domestic corporation violating these provisions shall forfeit its corporate right and franchise, and its corporate existence shall thereupon cease and determine, and it shall be the duty of the Attorney-General without leave or order of any court to institute action in behalf of the people in the name of the State for the forfeiture of such rights and franchises and the dissolution of such corporate existence.

#### **VI. LEGISLATURE.**

The election for members of the General Assembly shall be held once in two years.

The General Assembly shall meet on the first Monday in January next ensuing the election.

## **TEXAS.**

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### **I. CONSTITUTION.**

No private corporation shall be created except by general law.

No corporation shall issue stock or bond except for money paid, labor done or property actually received and all fictitious increases of stock or indebtedness shall be void.

Private property shall not be taken for public use without adequate compensation be first made, and no irrevocable or uncontrollable grant of special franchises and privileges shall be made but all privileges and franchises granted by the Legislature or created under its authority shall be subject to the control thereof.

Perpetuities and monopolies are contrary to the genius of a free government and shall never be allowed.

### **II. CORPORATIONS.**

Three or more persons by voluntary association may create a private corporation, and the stockholders shall be required to pay in or subscribe, at least 50 per cent. and pay in at least 10 per cent. of their authorized capital before they shall be authorized to do business in this State.

The charter of an intended corporation must be subscribed by three persons, two or more, at least, must be citizens of this State, which charter must be filed in the office of the Secretary of State, who shall record the same and issue a certificate of the filing and existence of such corporation.

No corporation shall employ its stock, means or assets directly or indirectly for any other purpose whatever than to accomplish the legitimate objects of its creation.

If the directors shall declare and pay a dividend when the corporation is insolvent or any dividend the payment of which would render it insolvent, they shall be jointly and severally liable for all of the debts of the corporation then existing, and for all that shall be thereafter contracted, so long as they shall respectively continue in office.

The principal office of each corporation must be kept in the State.

Foreign corporations desiring to do business within the State shall file with the Secretary of State a certified copy of its articles of incorporation and the Secretary of State shall then issue to it a permit to transact business in the State, provided, if such company so obtaining a permit shall acquire any real property it shall alienate such property so acquired by it not necessary for the purposes of such corporation within fifteen years from the time of acquisition, and no such permit shall be issued for a period longer than fifteen years, which permit, however, may be extended.

Corporations created for the purpose of constructing and maintaining telegraph lines are authorized to set their poles and other fixtures upon and along any of the public roads, streets or waters of the State in such a manner as not to incommode the public in their use thereof, and may also enter upon such lands for the purpose of making a preliminary examination with a view of erecting such lines.

Such companies may consolidate with any other company, either domestic or foreign.

#### IV. TAXATION.

All property, real or personal, except such as is required to be listed and assessed otherwise, shall be listed and assessed in the county where situate.

All telegraph companies shall list all of their property, real and personal, giving the number of miles of line in the county where such lines are situated at their true and full value and shall make a statement setting forth the number of miles of telegraph in the county and the value of the telegraph and its appurtenances in the county. The value of all property of companies and corporations other than the preceding named property and other franchise and the description and value thereof, and such property shall be listed for taxation by the assessors of each county.

The commissioners of the several counties shall convene and sit as a Board of Equalization annually, and each and every incorporated telegraph company, domestic or foreign, doing business in the State shall, in addition to *ad valorem* tax on tangible properties, pay a tax on their intangible assets and property which shall be assessed by the Comptroller of Public Accounts of the State, with

whom such companies shall file a full statement, giving its name and business; its principal office, the amount and kind of business done and its total gross receipts, including the due proportion of its inter-state business if it has done any of that character; its capital, number of shares issued and outstanding and the par or face value of each share, together with its market value; a description of its real estate and the improvements thereon, and the machinery, fixtures, appliances and other tangible property and the location and assessed valuation thereof and the place of its assessment; and a description of the property owned and held outside of the State, and the amount at which the same is assessed for taxation and the locality in which it is assessed, and a statement of each and every lien and mortgage and charge upon the whole or any part of its property and a statement of the income used for repairs and the amount for development and extensions and each telegraph company shall also set forth the total length of all of its lines inside or outside the State; the total length of its lines in each county or State and the length of the lines shall be estimated and stated according to its mileage of poles, conduits and cables, or either.

Such Comptroller of Public Accounts shall place all the facts and statements before the State Tax Board, which shall ascertain facts and determine the true value of each such property and of the extent thereof situated within the State and the respective values of the several portions within the different counties in each in which portions are taxable.

In fixing the true cash value of the property of the company, the State Tax Board shall add to the value of its shares the value of all indebtedness secured by mortgage or other charge and shall next ascertain the true value of each piece of real estate situated outside the State and of its other properties not specifically used in its business and shall deduct the value thereof from the gross value of the property and the value thereby produced shall be estimated as the true cash value of all of the property of such company in actual use of its business and the State Tax Board shall then fix the value of the property within the State and shall deduct the value of all the property and assets of the company as the same is found to be assessed for State and county taxation in the locality where the same is legally taxable and the remainder and residue of value shall be by the State Tax Board determined and

fixed as the true value of the unassessed franchises and intangible properties owned and held by such companies within the State, which sum shall be apportioned among and between the counties in which such companies do business in proportion to the amount of business done in and the receipts derived from each locality except that in the case of railroad or telegraph company, the apportionment shall be in proportion to the line or cars employed therein, and shall annually report to the tax assessor of each county a description of the property taxable therein and the value thereof apportioned to such county and the property shall thereupon be assessed by the assessor for taxation in like manner as other property, and shall be equalized and taxed, and the taxes collected as in the case of other property.

Each company or person operating or controlling any telegraph line and charging for the transmission of messages shall pay an annual tax of 3 per cent. on their gross receipts from all sources within the State. And every person or company operating or controlling any telephone line and charging for the use of the same, shall pay a tax of  $1\frac{1}{2}$  per cent. upon their gross receipts within the State.

Each corporation shall annually pay a franchise tax to the Secretary of State based upon its capital stock or fractional part thereof, whether such corporation shall be a domestic or foreign corporation and this tax shall be computed upon the basis of the authorized capital stock as stated in the articles of incorporation or in certificate of increase thereof.

The city council of any city shall have power to license, tax and regulate all trades and occupations, the tax on which is not prohibited by the statutes, which tax shall not be construed to be a tax on property and such council shall have the power to establish regulations to prevent the encumbrance of its streets or public places with poles or any other substances or material or in any other manner whatsoever. And shall have power within the city by ordinance to annually levy and collect taxes not exceeding one-fourth of one per cent. on the assessed value of all real and personal estate and property in the city not exempt by the statutes and laws of the State, and shall have power to levy and collect taxes commonly known as licenses and provide by ordinance for the assessing and collection of the same.



All extortionate and unreasonable rates charged by public utility corporations are hereby declared to be unlawful and the District Courts of the State are vested with jurisdiction to regulate, prevent and abolish the same and to this end such courts are given the power and authority whenever the public necessity may require to fix and establish rates for the service and production of all public utility corporations and whenever the public necessity may require and to carry out the provisions herein conferred, the said courts are expressly authorized to issue injunctions and all other writs for the purpose to carry out and make effective the provisions of this act.

Cities or towns may invoke the power of the District Court by a two-thirds vote of all the members elected to the said city or town council by passing a resolution setting forth the matter complained of and name of corporation against whom such complaint is made, causing a copy of the same to be delivered to the president, vice-president, or secretary of such company, or to cause a copy of such resolution to be left at its principal office and if within twenty days thereafter the wrong complained of shall not be corrected, a petition may be filed in the name of the city or town against such company and process shall issue therein and the case shall be set down for trial and shall be a preferred case. And upon the trial thereof it shall be the duty of the court or jury in arriving at a decision as to whether or not the rates complained of are reasonable or extortionate and in fixing the rates to consider the cost of construction of the plant of the public utility corporation against which the petition is filed; the cost of operating its plant and its maintenance, repairs and fixed charges, the amount invested therein and such other matters as may be material to the issue; and after a full hearing of all the evidence adduced, the court or jury thereof shall have power and it shall be their duty to fix the rates which may be charged by such public utility corporation provided the rates fixed must be sufficient to yield such company not less than 10 per cent. upon the investment and the same shall continue in force for the period of ten years and the rates so fixed shall be entered or recorded upon the minutes of the court, and shall be held conclusive as reasonable, fair and just and shall remain for three years as the rates to be charged by such corporation unless changed or modified by the

judgment of said District Court or by the Appellate Courts to which either of the parties to said suit may appeal and upon such appeal, if final judgment may be rendered, the court rendering such judgment shall order in its decree the enforcement of the same and such court is specially authorized to provide in its decree if the same be not obeyed according to the terms thereof, said corporation, if a domestic company, shall forfeit its charter; if a foreign corporation, shall forfeit its term of doing business.

The public utilities included within the meaning of this act are water companies, gas companies, electric light or power companies, telephone companies, sewerage companies, whether domestic or foreign.

#### V. CRIMES AND PENALTIES.

If any person intentionally break, tear down, misplace or injure any telegraph or telephone wire, pole or appurtenance, or wilfully obstruct or interfere with the transmission of messages along such line, he shall be punished by imprisonment for not more than five years or by a fine of not more than \$2,000.

Any officer or employee of a telegraph company who shall wilfully divulge the contents of any warrant, affidavit or telegram relating to any crime already committed or for the prevention of the same, shall, upon conviction, be fined not less than \$1,000, or imprisonment not more than five years.

The formation of trade unions and other organizations for the purpose of protecting themselves in their personal work is permitted, and it shall not be held unlawful for any member of such trade union to induce or attempt to induce by peaceful and lawful means any person to accept any particular employment or quit or relinquish any particular employment in which such person may then be engaged, provided such members of such union shall not have the right to invade or trespass upon the premises of any owner without the consent of the owner, and that the foregoing shall not apply to any person or association of persons formed for the purpose of limiting the production or consumption of products or for any purpose in restraint of trade.

The issuance of tickets, checks and writings redeemable in goods or merchandise is forbidden as is coercion or blacklisting.

Blacklisting is the placing or causing to be placed the name of any discharged employee or any employee who is voluntarily left

the service of any individual firm, company or corporation on any book or list or put it in any newspaper, periodical, letter or circular with the intent to prevent such employee from securing employment of any kind with any other person, firm, corporation or company, either in a public or private capacity.

A trust is a combination of capital, skill or acts by two or more persons, firms, corporations or associations of persons or either two or more of them for either, any or all of the following purposes: To create or which may tend to create or carry out restrictions in trade or commerce or aids to commerce or in the preparation of any product for market or transportation, or to create or carry out restrictions in the free pursuit of any business authorized or permitted by the laws of this State. To fix, maintain, increase or reduce the price of merchandise, produce or commodities, or the business of insurance, or of the preparation of any product for the market or transportation. To prevent or lessen competition in the manufacture, making, transportation, selling or purchasing of merchandise, produce or commodities or of insurance, or to prevent or lessen competition in aids of commerce or in the preparation of any product for market or transportation. To fix or maintain any standard or figure whereby the price of any article or commodity of merchandise, produce or commerce or the cost of transportation or insurance or in the preparation of any product for market or transportation, shall be in any manner affected, controlled or established. To make, enter into, maintain, execute or carry out any contract, arrangement or agreement by which the parties thereto bind or have bound themselves not to sell, dispose of, transport or to prepare for market or transportation of any article or commodity or to make any contract on insurance at a price below a common standard or figure, or which they shall agree in any manner to keep the price of such article or commodity or charge for transportation or insurance or the cost of the preparation of any product for market or transportation at a fixed or graded figure or by which they shall in any manner affect or maintain the price of any commodity or article, cost of transportation or insurance, or the cost of the preparation of any product for market, or the transportation between them or themselves and others, to preclude a free and unrestricted competition among them-

selves or others in the sale or transportation of any such article or commodity of business or transportation or insurance or the preparation of any product for market or transportation, or by which they shall agree to pool, combine or unite any interest they may have in connection with the sale or purchase of any article or commodity or charge for transportation or insurance or charge for the preparation of any product for market or transportation whereby its price or such charge might be in any manner affected. To regulate, fix or limit the duty put on any article or commodity which may be manufactured, mined, produced to be sold, or the amount of insurance which may be undertaken, or the amount of work that may be done in the preparation of any product for market or transportation. To abstain from engaging in or continuing business or from the purchase or sale of merchandise, produce or commodities partially or entirely within the State or any portion thereof.

A monopoly is a combination or consolidation of two or more corporation when effected in either of the following manners:

When the direction of the affairs of two or more corporations is in any manner brought under the same management or control for the purpose of producing or where such owning, management or control tends to create a trust as defined in the first section of this act. Where any corporation acquires the shares or certificates of stock or bonds, franchise, or other rights or the physical properties or any part thereof of any other corporation or corporations for the purpose of preventing or lessening, or where the acquiring of such acquisition tends to affect or lessen competition, whether such acquisition is accomplished directly or through instrumentality of trustees or otherwise.

Either or any of the following acts shall constitute a conspiracy in restraint of trade. Where any two or more persons, firms or corporations or associations of persons where engaged in buying or selling any article or merchandise, produce or any commodity, enter into an agreement or understanding to refuse to part with or sell to any other person, firm, corporation or association of persons any article of merchandise, produce or commodity, nor any two or more persons, firms, corporations or associations of persons shall agree to boycott or threaten to refuse to buy from or sell to

any person, firm, corporation or association of persons either buying from or selling to any other person, firm, corporation or association of persons.

Any and all trusts, monopolies and conspiracies in restraint of trade and hereinbefore defined and prohibited and declared to be illegal, and any corporation holding a charter under the laws of this State who shall violate any of the provisions of this act shall thereby forfeit its charter and franchise, and its corporate existence shall cease and determine.

For a violation of this act it shall be the duty of the Attorney-General upon his own motion and without leave or order of any judge or court to institute injunction or *quo warranto* proceedings at the capital or the county seat of any county in State wheré such corporation does business, or may have a domicile for the forfeiture of its charter, rights and franchise and the dissolution of its corporate existence.

When a domestic corporation shall have been convicted of a violation of any of the provisions of this act and its charter and franchises have been forfeited, no other corporation to which the defaulting company may have transferred its property and business or which may have assumed the payment of its obligations shall be permitted to incorporate or do business in this State.

Every foreign corporation violating the provisions of this act is hereby denied the right and is prohibited from doing any business within this State and it shall be the duty of the Attorney-General to enforce this provision by injunction or other proceedings in the district courts of the State in the name of the State, and where any such foreign corporation has been affected by a violation of any of the provisions of this act, and its right to do business in this State has been forfeited, any other corporation to which the defaulting company may have transferred its property and business, or which has assumed and taken up this obligation, shall not be permitted to incorporate or do business in this State.

Each and every firm, person, corporation or association of persons who shall in any manner violate any of the provisions of this act shall for each and every day that such violation shall be committed or continued forfeit and pay the sum of \$50 which may be recovered in the name of the State in any county where the offense

is committed or where either of the offenders reside, and it shall be the duty of the Attorney-General or the district or county attorney under his direction to prosecute for the recovery of the same, and the fees of the prosecuting attorney for representing the State in proceedings under this act shall be over and above the fees allowed him under the general fee bill.

Any contract or agreement in violation of the provisions of this act shall be absolutely void and not enforceable, either in law or in equity.

In addition to the penalty and forfeiture herein provided for, every person violating this act may further be punished by imprisonment in the penitentiary for not less than one nor more than ten years.

In prosecutions for the violation of any of the provisions of this act, evidence that any person has acted as the agent of a corporation in the direction of its business in this State shall be received as *prima facie* proof that his act in the name and on the behalf or interest of the corporation of which he was acting as the agent was the act of the corporation.

Upon the application of the Attorney-General, or of any district or county attorney made to any justice of the peace in this State and stating that he has reason to believe that a witness who is to be found in the county of which such justice of the peace is an officer, knows of a violation of any of the provisions of this act, it shall be the duty of the justice of the peace to whom such application is made to have summoned and to have examined such witness in relation to the violation of any of the provisions of this act, such witness to be summoned as to be provided for in corporate cases. The said witness shall be duly sworn and the justice of the peace shall cause the statement of the witness to be reduced to writing and signed and sworn to before him, and such sworn statement shall be delivered to the Attorney-General, district or county attorney upon whose application the witness was summoned. Should the witness summoned as aforesaid fail to appear or to make statement to the facts within his knowledge under oath or to sign the same after it has been reduced to writing, he shall be guilty of contempt of court and may be fined not exceeding \$100, and may be attached and imprisoned in the county jail until he shall

make a full statement of the facts within his knowledge with reference to the matter inquired about. Any person so summoned and examined shall not be liable to prosecution for any violations of the provisions of this act about which he may testify fully and without reserve.

All actions authorized and brought under this act shall have precedence on motion of the prosecuting attorney or the Attorney-General over all other business, civil and criminal, except criminal cases where the defendants are in jail.

#### **VII. LEGISLATURE.**

The Legislature shall meet biennially.

## UTAH.

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### I. CONSTITUTION.

Corporations shall not be created by special acts.

No corporation shall lease or alienate any franchise so as to relieve the franchise or property held thereunder from the liability of the lessor or grantor, lessee or grantee, contracted or incurred in operation, use or enjoyment of such franchise or any of its privileges.

No right shall be granted to construct and operate a railroad, telegraph or telephone plant within any city or incorporated town without the consent of the legal authorities who have control of the streets or highways proposed to be occupied for such purpose.

Private property shall not be taken or damaged for public use without just compensation.

No officer or employee of a corporation doing business under or by virtue of any municipal power or franchise shall be eligible to or permitted to hold any municipal office in the municipality granting such charter or franchise.

Any combination of individuals, corporations or association having for its object or effect the controlling of the price of any product of the soil or of any article of manufacture or commerce or the cost of exchange or transportation is prohibited, declared unlawful and against public policy.

No law shall be passed granting irrevocably any franchise, privilege or immunity.

### II. CORPORATIONS.

Any number of persons not less than five may form a corporation. One of the incorporators must be a resident of the State and the incorporators shall enter into an agreement in writing, verified, setting forth its name, place of business, the name and address of incorporators, duration, which shall not be less than three or more than 100 years, the amount of stock and its division, and to this agreement shall be added the oath of three or more incorporators that it is *bona fide* their intention to commence and carry on the



business therein mentioned, and that the affidavits verily believe that each party to the agreement has paid or is able to and will pay the amount of stock subscribed by him, provided that such affidavit shall not be made until at least 10 per cent. of the stock of the capital stock of the company has been paid in, which agreement be with the oath or affirmation thereto shall within ten days thereof be deposited with the county clerk of the county in which the general business of the company is to be carried on, which county clerk shall issue a certificate to the effect that such agreement and affirmation has been filed in his office, which certificate together with copy of the agreement and affirmation must be filed in the office of the Secretary of State.

Non-user for a period of two years of a franchise acquired under this act shall be deemed a forfeiture of the corporate rights, privileges and franchise.

Foreign corporations must file with the secretary and with the county clerk of the county where the principal office is situate a certified copy of their incorporation and by-laws and of all alterations or amendments thereof, and shall before doing business in the State accept by resolution by the board of directors the provisions of the State constitution and designate some person residing in the county in which its principal place of business is situated upon whom process may be served.

Any foreign corporation failing to comply with the provisions of this act shall not be entitled to the benefit of the laws of the State, and any person acting as agent of a foreign corporation which shall neglect or refuse to comply with the provisions shall be deemed guilty of a misdemeanor and shall be personally liable for any and all contracts made in the State by him for and on behalf of such company during the time that it shall remain in default.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Contracts made by telegraph shall be deemed contracts in writing, and notice by telegraph shall be deemed actual notice, provided the despatch containing the same be delivered to the person and any power of attorney or instrument in writing duly approved or acknowledged may with the certificate of its acknowledgment be sent by telegraph.

Checks, due-bills, promissory notes, bills of exchange, and all orders or agreements for the payment or delivery of money or other thing of value may be made or drawn by telegraph.

Any summons, writ or order in a civil suit or proceeding and all other papers requiring service may be transmitted by telegraph for service in any place, and the telegraphic copy thereof so transmitted may be served or executed by the officer or person to whom it is sent for that purpose and returned by him, if a return be requisite in the same manner.

Any magistrate may by endorsement of a warrant of arrest authorize the service by telegraph, and thereafter a telegraphic copy thereof may be sent to one or more peace officers, and such copy is as effectual in the hands of such officer and he may proceed thereunder as though he held an original warrant.

The right of eminent domain may be exercised in behalf of telegraph and telephone lines.

#### V. TAXATION.

All property and franchises owned by telegraph or telephone companies must be assessed by the State Board of Equalization.

Telegraph and telephone lines operated wholly within one county and its franchises therein must be listed and assessed in the county in which such property is located, and that company shall furnish a list of the number of miles of such property operated therein and the value thereof.

Every person or company owning or operating a telegraph or telephone line in the State must annually furnish to the State Board of Equalization a verified statement showing in detail all the property, real and personal, owned by it in the State, and statement of mileage in each county. And the board shall assess the property and franchise of all telegraph and telephone companies in the State, and must apportion the total assessment of all the property and franchises of such companies to the several counties through or into which the property of such company extends or operates, and their rights of way and other real property respectively shall be apportioned to such counties in proportion to the value thereof in each county and shall transmit such apportionment to the county auditor who shall enter the statement on the

assessment book or roll of the county, and the board of county commissioners must cause to be entered in the proper record an order stating and declaring the property assessed by the State Board of Equalization apportioned to such county and such county commissioners acting as a board of equalization for the county, shall in like manner apportion the assessed valuation of all the property and franchises of telegraph and telephone companies in such county to the several city, town, school, road and other tax districts in the county through and into which such property extends, and the county auditor shall transmit to such tax district a copy of such county apportionment. The city council has power to regulate the use of streets and public places, to prevent and remove obstructions and encroachments thereon, to construct and maintain telephone lines or to authorize the construction and maintenance of the same by others, or to purchase and lease any or all of such works or any person or corporation to prohibit or regulate the erection of telegraph, telephone or electric light poles in the streets or other public places, and the placing of wires thereon, and to require the removal therefrom, and to place underground any or all telegraph, telephone or electric light wires, and to raise revenue by collecting and levying a license fee or tax on any private corporation or business within the limits of the municipality.

#### **V. CRIMES AND PENALTIES.**

Wilful sending by telegraph of a false or forged message or wilful delivering the same or conspiring to furnish or cause to be furnished to any agent or employee to be sent any such message, knowing the same to be false or forged, is punishable by imprisonment not exceeding five years or a fine not exceeding \$1,000 or both.

Wilful and corrupt disclosure of the contents of telegraphic message without the permission of the addressee, is punishable by imprisonment not less than five years or a fine not exceeding \$1,000 or both, and like penalty is provided for the wilful alteration of the meaning of a telegraphic message, and a like penalty is prescribed for the opening of telegrams addressed to another.

It is a misdemeanor for any agent or employee of any telegraph office to wilfully refuse or neglect to send any message received at a

telegraph office or wilfully postpone the same out of its order, or the neglect or refusal to deliver any message received by telegraph.

The unlawful use or appropriation by an operator or employee of information from any private telegraph message or to clandestinely learn the contents of any telegram by any machine, instrument or contrivance, or to attempt to learn or the learning of the contents of such message while the same is in office being received or sending or the bribery of a telegraph operator or agent to disclose any private message is punishable by imprisonment not exceeding one year or a fine not exceeding \$1,000 or both.

Wilful or malicious cutting or breaking of any telegraph or telephone pole or other material used in such line or any insulator in use or the wilful destruction of the insulation of such line or the interruption of the transmission of current through the same or the wilful destruction of any property appertaining to a telegraph or telephone line or the wilful interference with the use thereof or the obstruction or postponement of the transmission of any message thereover is a misdemeanor.

#### VI. LIMITATIONS OF TRADE AND COMMERCE.

Any combination having for its object or effect the controlling of the prices of any professional services, any product of the soil, any article of manufacture or commerce, or the cost of exchange or transportation is prohibited and declared unlawful.

Unlawful combinations are prohibited and the members thereof are guilty of conspiracy to defraud.

Trusts and trust agreements are declared unlawful.

The penalty for a violation of the provisions of the act is a fine of not more than \$2,000 for the first offense.

And any officer or manager of any corporation or association or any individual found guilty of violating these acts may be punished by a fine of not more than \$1,000, or by imprisonment for not more than one year or both.

Unlawful contracts are declared void.

Any company that shall violate the provisions of this act shall forfeit its franchise and corporate rights, and the Secretary of State shall, upon satisfactory evidence that any corporation or association has entered into any trust or combination, give notice

to such company that unless it withdraws from and severs all business connections with such trust or combination its corporate right and franchise will be revoked at the expiration of thirty days from the date of such notice, and at the expiration thereof, if such withdrawal be not made, the Secretary of State shall file with the Attorney-General a statement of the facts, who shall commence an action to forfeit and revoke such corporate rights and franchises.

If any person should do or cause to be done or permit to be done any act, matter or thing in these sections prohibited or declared unlawful such person shall be liable to the person injured thereby for treble the amount of damages sustained in consequence of such violation.

#### **VII. LEGISLATURE.**

The Legislature shall meet biennially.

**VERMONT.****I. CONSTITUTION.**

Whenever any person's property is taken for the use of the public, the owner ought to receive an equivalent in money.

The representatives may grant charters of incorporation constituting towns, boroughs, cities and counties.

**II. CORPORATIONS.**

No person shall be eligible or hold the office of president or director in a private corporation unless he is in good faith a stockholder therein.

Before commencing business, the president and directors of a corporation shall make a certificate stating the amount of capital actually paid in.

If a corporation neglects for six months to appoint and have a clerk residing in the State shall forfeit \$50 to the person injured to be recovered in an action, and the clerk of such company shall have the custody of its by-laws and records and shall at seasonable times exhibit the same to the owner of stock, his agent or attorney, on demand and give certified copies thereof when required on a reasonable compensation to be tendered him and for any wilful neglect or refusal so to do, such clerk shall forfeit to the person injured \$10 for every twenty-four hours he so neglects or refuses.

Persons seeking incorporation by special act of the Legislature shall before a bill is introduced for such purpose, deposit with the State Treasurer for the use of the State certain prescribed fees.

**III. TELEGRAPH AND TELEPHONE COMPANIES.**

Lines of telegraph and telephone, or electric light wires may be constructed and maintained by a person or corporation upon or under a highway, but shall lie in such manner as not to interfere with the conditions thereof or the public convenience in using the same.

The selectmen of the town and aldermen of a city or trustees of a village may locate the poles and wires and may direct how the

lines shall cross the highways and if objection be made to the erection thereof, the person objecting may apply to such officials who shall, upon notice, hear and determine upon what streets or highways such lines shall pass, or in what manner, if at all, such objection may be obviated and such decision shall be final.

All poles upon which wires are strung shall be kept suitably painted to the satisfaction of the municipal authorities and shall forfeit \$100 to such municipalities for neglect or refusal to paint the same after twenty days' notice in writing and such municipal officers may cause the poles to be painted and may substitute straight ones in place of crooked ones and recover the expense thereof in an action brought in the name of the municipality against the person or corporation owning such line of wires.

A domestic telegraph or telephone company may erect and maintain its line along the sides of a railroad track within the limits of lands owned or held by a railroad company on paying to it a reasonable compensation or a compensation determined by commissioners, and such line shall remain the property of such telegraph or telephone company, and shall not pass, or sell, or transfer, or mortgage by the railroad company of the lands upon which the line is erected, nor shall the line be liable to attachment under levy or execution against such a railroad company.

The municipal authorities may require a new line of wires to be attached to the poles already standing and may require the owner of such poles to receive a fair proportion of the expense or the original cost of erecting the same, not to exceed one-half thereof, and if it be necessary to repair or renew poles used by two or more companies the expense shall be borne equally by the parties using the same and such poles shall not be taken down or altered by either company without the permission of the parties first acquiring the right to use the same or the permission of the municipal authorities.

No enjoyment for any length of time of the privilege of maintaining a line of telegraph, telephone or electric light poles, wires or other apparatus upon or over the buildings or lands of other persons shall give a right to the continued enjoyment of such easement or raise a presumption of a grant thereof.

Towns may construct for their own use telegraph, telephone and electric light lines upon and along highways and public roads

within their limits and the municipal authorities thereof may authorize persons upon terms prescribed, to construct for private use such lines along the highways of the town and the poles and structures thereof after erection shall be subject to location and control of the municipal authorities who may require alteration therein any location or the removal thereof and the town may attach wires for its own use to such poles and structures.

The courts may permit a person desiring so to do, to attach a telephone line to the poles of a telegraph company upon petition to the court and after examination and report of commissioners by it appointed. A fine of \$100 is imposed on a person or corporation maintaining or operating a line of wires, who cuts down, mutilates or injures the standing trees on the lands of another or to fix to the property of another any pole, wires, fixtures or other apparatus without having first procured the right so to do by application to and determination of the municipal authorities or first obtaining the consent of the owner or lawful agent of the property and a like fine is imposed upon a person who wilfully or intentionally injures the wire, poles or fixtures or wilfully interferes with the working of the same or aids or assists in such offense.

Every foreign telegraph company shall keep on file and have recorded in the town clerk's office in each town where such company has a place of business, a statement of the names and residences of the persons constituting such company.

A telegraph company shall make known its rate of charges by posting a printed tariff thereof in its usual place of business and in the post office and town clerk's office in the town where it has a place of business, and shall be restricted to the charges of rates in such tariff and a person charged a greater sum than such printed rate, may recover the same with interest and costs for the action.

No telegraph company shall make contract within the State, or enforce, in the State, contracts made out of State, unless such company has complied with the foregoing provisions.

All telegraph or telephone companies receiving a message directed to any person either from such companies line, shall, if the person resides on the line of another telegraph or telephone company, transfer such message to such other company's line to be by it transmitted to the place of destination if both companies have an office in the same village or city in the State, and no extra



charge shall be made for such transfer within the usual limits of delivering messages in such city or village and the company receiving the same shall make no extra charge for additional rate construed by them to be necessary because of the transfer, and any refusal or neglect to comply therewith shall be subject to a fine of not more than \$100.

A person or company owning or operating a telephone exchange or service in the State shall on application of a telegraph or telephone company and upon reasonable terms, furnish such company with the use of a telephone and service and connection with the exchanges and subscribers without discrimination between telegraph or telephone companies as to the connection, service or use of instruments or apparatus and a person or company owning or operating a telephone exchange or service in this State shall, upon application and tender of the usual rental charges, for the class of service required furnish such person or corporation with the use of a telephone and service and connection with their exchanges and subscribers provided such person or company secures rights necessary to make the connections applied for, and pays the company in advance a sufficient sum to cover the cost of the extension if such extension is beyond one mile from any main exchange circuit of such telephone company.

A person owning, hiring or leasing a telephone shall have a right to transmit by telephone to any telegraph company using a telephone, a message to be forwarded by telegraph and also the right to receive from said telegraph company over said telephone wires messages received by telegraph for such individual.

No foreign telegraph or telephone company shall do business in the State until it has filed with the Secretary of State a written stipulation containing its name, place where chartered and agreeing that legal process affecting such company and served on the Secretary of State shall have the same effect as if served personally on such company or partnership within the State, and process against such foreign company or co-partnership may be served on the Secretary of State by duplicate copies, one of each shall be immediately forwarded by the Secretary of State by mail prepaid to the corporation or co-partnership at its home office, and any person or agent for a foreign company or a foreign company doing

like business which is not complying with these requirements and shall receive money or value for the transmission of a message, or receive money, rent, royalty or income from such telephone company for the use of its instruments or lines, or for the sending of a message, he shall be fined not more than \$500 and process against it may be served by delivering a true copy thereof with the officer's return thereon to an agent, messenger or operator of such company residing in the State.

#### V. TAXATION.

A State tax is assessed upon the property, business or corporate franchises of telegraph and telephone companies.

A Commissioner of State Taxes is appointed who shall send blanks to all corporations which shall fill their said blanks out and return the same verified, and within thirty days thereafter the corporation or person making the return shall forward to the State Treasurer the amount of annual or semi-annual tax for the period covered by the return.

Each day's neglect to make such return is punishable by a forfeit of \$100.

The taxes and penalties imposed by this act may be recovered with costs in any action.

Telegraph companies shall pay an annual tax upon the property or corporate franchises of such company or person which is assessed at the rate of 60 cents per mile of poles and one line of wire and 40 cents per mile for each additional wire owned, maintained or operated within the State during the year, but such company may, in lieu of such tax, pay annually to the State, a sum equal to 3 per cent. of the entire gross earnings of such company or person collected within the State on account of the telegraph messages or communications sent or received therein and such corporations or persons may select under which provision it or he will pay.

The annual tax upon a telephone line is assessed at the rate of 40 cents each upon the average number of telephonic transmitters in use within the State and maintained or operated by such company or person during the year, and at the rate of 30 cents per mile upon the average mileage of all telephone wires in use, owned, maintained or operated by such company or person within the State during the year, but in lieu of such tax, the company or cor-

Such commission has power to examine books and papers of any company, and to examine officers or other witnesses on all matters. Such corporation may pay to the State a sum equal to 3 per cent. of its entire gross earnings collected within the State on account of the telephonic communications or messages sent or received in the State, including all sums received for tolls or other rental or lines, instruments or appliances, or for any division or apportionment of tolls or rentals collected within the State during the year.

Such telephone companies or persons may elect under which provision it or they will pay such tax.

Such telegraph or telephone companies shall give a full and detailed statement of all its line of poles with one wire and each additional wire owned, extended or operated within the State, and shall show the mileage of all lines in use whether in cable or otherwise in the State.

Every foreign corporation and every domestic corporation shall pay an annual license tax, which shall not exceed \$50, based upon its capital stock, which license tax shall be paid to the State Treasurer within thirty days and upon failure so to do, the amount shall be increased 25 per cent. provided it shall be paid within one month, and 50 per cent. if it shall not have been paid within one month.

Every company subject to the annual license tax shall file its annual license tax return with the State Treasurer and Commissioner of State Taxes, and shall pay to the State Treasurer the amount thereof, and if a company organized shall pay *pro rata* for the unexpired portion of the year.

Upon the failure to pay the annual license tax, the Commissioner of State Taxes may file with the court a petition for the dissolution of the company and obtain an injunction restraining it from doing business as a corporation during the pendency of such complaint and if it appears that all taxes due from each company are not paid, the court shall dissolve such corporation and make such orders and decrees as shall be just and equitable. No foreign corporation shall do business in the State, except railroads and such companies as are subject to the supervision and examination of the insurance commissioners, without having first procured from the Secretary of State a certificate that it has complied with all the requirements of law to authorize it to do business in the State, nor shall it maintain any action at law upon any contract until

it shall have procured such certificate and every foreign corporation shall file in the office of the Commissioner of State Taxes a copy of its charter or certificate of incorporation and a statement setting forth its business and place within the State where is to be its principal place of business, and designating a person in the State upon whom process may be served within the State.

Real and personal estate used in carrying on express or telephone business in the State and stock in telephone companies taxed by this act, shall not be stated in the grand list, nor stated in the inventories returned to the listers.

All taxes imposed by this act shall be a first lien upon all the property of the company required to pay such tax until the same are fully paid.

#### **V. CRIMES AND PENALTIES.**

A person who paints or posts any sign or advertising on a telegraph, telephone or electric light pole shall, for each offense, be fined \$5, for the use of such municipality in which the pole is situate.

No child under the age of twelve years shall be employed or permitted to carry or deliver messages for any company and no child under the age of 15 years shall be employed or permitted, in the carrying or delivery of messages for any company during school hours, in any part of the term during which the public schools in the municipality in which the child resides are in session or after 8 o'clock in the evening of any day.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The General Assembly shall meet biennially.

### **VERMONT ADDENDA.**

The Board of Railroad Commissioners is changed to the Public Service Commission, and they shall have supervision over all companies engaged in the making and sale of gas or electricity, of all express companies and all companies owning or operating telegraph or telephone lines, stations or exchanges within the State, and all equipments used in or about the business carried on by them in the State.

of which the commission has jurisdiction, and to compel by contempt proceedings such witnesses to attend and testify, and to produce and exhibit such books and papers, and the members of such commission and the persons in their employ may enter the offices, plants or the lands or lines of any company subject to the provisions of this act.

Upon request any such company shall furnish the commission all information required concerning its condition, operation, management and expense of maintenance, operation, production, rates, contracts obligations and financial standing, and upon refusal so to do shall be fined not more than \$5,000, and a person who knowingly makes a false return to such commission or gives false testimony shall be deemed to have committed perjury, and shall be punished accordingly.

Each line or plant subject to supervision shall immediately after its occurrence notify the commission in writing of any accident or injury to any person, in default of which such commission shall inquire into and may proceed by public investigation or otherwise.

Complaints concerning any neglect or unlawful action of such company in the operation of its plant may be made by the person or company claiming to be injured, or the attorney of the county or the Attorney-General or by ten or more freeholders.

The commission shall have jurisdiction on due notice to hear, determine and render judgment and make orders and decrees in all matters provided for in the charter of any corporation owning or operating any plant subject to supervision under this act, and shall have like jurisdiction in all matters respecting quality or quantity of any product furnished or sold, and may prescribe the equipment for the transfer of, measurement, pressure or initial voltage of such product, providing for each kind of business suitable and convenient standard commercial units of product or service, the manner of operating and conducting any business so as to be reasonable and expedient, and to promote the safety, convenience and accommodation of the public; the price, toll, rate, or rental charged by any company when unreasonable or in violation of law; the sufficiency and maintaining of proper systems, plants, conduits, appliances, wires and exchanges, and when the public safety and welfare require the location of such wires or any por-

tion thereof under ground ; to restrain any company from violation of the law, unjust discriminations, usurpation or extortion, the issue of stock, mortgages, bonds or other securities, in order to prevent over capitalization.

If upon investigation the rates or charges are found unjust, unreasonable, insufficient or unjustly discriminatory, or to be preferential or otherwise, in violation of a provision of this act, the commission may order and substitute therefor such rate or charge and make any changes in any regulation, contract or act in any such company relating to its services, and make such order as will compel the furnishing of adequate services, as shall at such hearing be found by it to be just and reasonable.

This section shall not be construed to require the same charges or rates from any company for like services in different parts of the State, but in determining this question the commission shall investigate local conditions, and its final findings and judgment shall take cognizance thereof.

Every company shall be required to furnish reasonably adequate service, accommodation and facilities to the public, and the charge made by any such company subject to supervision under this act for any product or service shall be reasonable and without discrimination.

Any party feeling himself aggrieved by the judgment or decree of the commission shall have the right to take the cause to the Supreme Court of Appeal. Whenever it is necessary in order to meet the reasonable requirements of service to the public that any company owning or operating any line, that a pipe line, conduit, poles or wires across the land of any person or company, and the company wishing to cross cannot agree with the owner of such lands as to the necessity therefor, or compensation to be paid therefor, he may petition the commission for such right and the commission shall upon due notice hear and determine the necessity and compensation and render judgment accordingly, which judgment shall be final except as an appeal to the Supreme Court is allowed from the orders or decrees of the commission.

Any person or company aggrieved by any order or business of the municipal authorities made under the provisions of any statute relating to the granting of a license or permit for location may at

any time within thirty days after the date of such order or decision appeal therefrom to this commission, and the decision of the commission concerning that notice and public hearing of all parties interested shall be final, subject to a right of appeal to the Supreme Court.

A domestic corporation subject to the provisions of this act shall not increase its capital stock nor issue mortgage bonds or other securities except such as are payable within one year from date of issue without first securing permission of this commission on petition and hearing for that purpose, and such hearing shall be had upon notice in writing to the petitioner, the Attorney-General and the State's attorney in the county where the petitioner has its principal place of business, and the publication one or more times of a notice of the pendency of such petition, and of the time and place of hearing in one or more newspapers published in that county, and if the commission is satisfied after hearing that the company ought to be permitted to increase its capital stock or issue obligations and when the same is required for the proper development of the business, and that the same will be promotive of the general business of the company and of the public, such commission shall then issue to such company a certificate stating the amount of increase, the manner in which and conditions under which the same may be issued.

Any statute conferring authority upon municipalities to supervise or make any order or regulation respecting any location, business or company subject to the provisions of this act shall be construed as giving such municipality jurisdiction without authority to alter or modify any order, judgment, decree or regulation made by the Public Service Commission.

Every company shall file with the Commission within a time to be fixed by it a schedule of its rates and charges, including town rates, for any service performed or any product furnished by it within the State, and shall also file the rules and regulations that in any manner affect the said tolls or rates, and no change shall thereafter be made in such schedules or any such rules or regulations, except upon ten days' notice to the Commission, provided the Commission may upon application prescribe a shorter time within which such reduction or change may be made, and every such com-

pany shall keep on file in every station or office thereof a copy of so much of its schedules as the Commission may deem necessary.

The Commission may appoint and employ a sufficient number of clerks and stenographers to perform the clerical work of its office and employ experts and other employees necessary to perform the services required under the general law of this act and fix the compensation.

No person in the employ of or holding any official relation to any company subject to supervision under this act or engaged in the management thereof or owning any securities in such company or who is in any manner connected with the operation thereof shall be a commissioner or the clerk of such Commission, nor shall any person holding the office of commissioner or clerk thereof personally or in connection with a person or agent render any professional service for or against or make or perform any business contract with any company subject to supervision under this act relating to its business, except contracts made with them as common carriers or in courts of public service, nor shall such person directly or indirectly receive from any such company any commission, present or reward.

Nothing in this act shall be construed as giving the Public Service Commission power to prevent or restrict competition or limit the trade of persons or companies who may engage in the business of furnishing light, heat, power or any other commodities, subject to supervision under the provisions of this act, in any town.



## **VIRGINIA.**

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### **I. CONSTITUTION.**

The creation of corporations shall be provided for by general laws.

A permanent commission is created to consist of three members, to be known as the State Corporation Commission, to be appointed by the Governor subject to affirmation by the General Assembly. No person while employed by or holding office in relation to any transportation or transmission company or while financially interested therein or while engaged in practicing law, shall hold office as a member of such commission.

Subject to the provisions and regulations as may be prescribed by law, the State Corporation Commission shall be the department of government through which shall be issued all charters and amendments or extensions thereof for domestic companies and all licenses to do business in the State to foreign companies.

The commission shall have power and be charged with the duty of supervising, regulating and controlling all transportation and transmission companies doing business in the State in all matters relating to the performance of their public duties and all charges therefor and correcting abuses therein by such companies, and the commission shall from time to time prescribe and enforce against such companies such rates, charges and rules and regulations, and shall require them to establish and maintain all such public service facilities and conveniences as may be reasonable and just, which rates, charges, rules and regulations and requirements the commission may, from time to time, alter or amend and may enforce such requirements, rules and regulations as may be necessary to prevent unjust or unreasonable discriminations of any transportation or transmission company in favor of or against any person, locality, community, connecting line or kind of traffic.

Notice shall be given to the companies affected by proposed changes of rules, rates and regulations, and a charter shall be afforded and before the commission shall make or prescribe a general order or requirement not directed against any specific

company, the contemplated general order or requirement shall be first published in substance, with the time and place when and where the commissioners will hear objections which may be urged against the same. And every such general order or requirement made by the commissioners shall be published at length in one or more newspapers in the city of Richmond, and shall as long as it remains in force be also published in each subsequent annual report of the commission.

The Corporation Commission shall have the power and authority of a court of record to enforce compliance with all of its orders or requirements, and are charged with the visitation, regulation and control of corporations, and a corporation failing or refusing to obey any order of such commission may be fined thereby not exceeding \$500, and each day's continuance of such failure, with notice, shall be a separate offense.

Transmission or transportation companies may appeal from the order or regulation of the commission, which appeal may be taken to the Supreme Court of Appeals, and the Supreme Court of Appeals shall have jurisdiction to review, reverse, correct or annul the action of the commission within the scope of its authority. Appeals affecting rates, charges or classification of traffic shall have precedence upon the docket of the Appellate Court, and upon such appeal the operation of the action appealed from may be suspended until a final disposition of the appeal, provided a bond may be first executed and filed with the commission to insure the prompt refunding of such charges which the companies may collect and receive in excess of those fixed or authorized by final decision of the court.

Whenever the court shall reverse an order of the commission it shall at the same time substitute therefor such other order as in its opinion the commission should have made at the time of entering the order appealed from, otherwise the reversing order shall not be valid, and such substitute order shall have the same force and effect as if it had been entered by the commission as the original order appealed from was entered. No order of the commission prescribing or altering rates, charges, classifications, rules or regulations shall be retroactive.

The Board of Public Works and the office of Railroad Commissioner are merged in the State Corporation Commission.

The right of eminent domain and the police power of the State shall never be abridged.

No transportation or transmission company shall charge or receive any greater compensation in the aggregate for transporting the same class of passengers or property or for transmitting the same class of messages over a shorter than over a longer distance along the same line and in the same direction; the shorter being included with the longer distance, but this section shall not be construed as authorizing any such company to charge or receive as great compensation for a shorter as for a longer distance.

The General Assembly shall enact laws preventing trusts, combinations and monopolies inimical to the public welfare.

The lending of the credit of the State or any municipality to corporations is prohibited, and the State shall become interested in no works of internal improvement except public roads.

The General Assembly may levy a tax on incomes in excess of \$600 per annum and license tax on any business which cannot be reached by the *ad valorem* system; may impose said franchise taxes and may make the same in lieu of taxes on other property in whole or in part of a transportation, industrial or commercial company.

The statute of limitations shall not run against such taxes, and a failure to assess property for taxation shall not defeat a subsequent assessment and collection of such taxes unless such property shall have passed to a *bona fide* purchaser for value without notice, in which latter case the property shall be assessed for taxation against such purchaser from the date of his purchase.

No conduit, telephone, bridge company or any company, person or like partnership engaged in this or like enterprises shall be permitted to use the streets or public grounds of a city or town without previous consent of the corporate authorities thereof.

The right of a city or town in and to its streets or public places, in gas, water and electric light works shall not be sold except by an ordinance by resolution passed by a recorded affirmative vote of three-fourths of all the members elected to such council, and no franchise, lease or right of any kind to use any such public property in a manner not permitted to the general public shall be granted for a period longer than thirty years, and such

grant may provide that upon the termination thereof the plant, as well as the property of any of the grantees in the streets and public places, shall thereupon, without compensation to the grantee or upon the payment of a fair valuation thereof, be and become the property of such municipality.

The General Assembly shall not enact any law whereby private property shall be taken or damaged for public use without just compensation, nor shall it enact any special or private law granting to any private corporation, association or individual any special or exclusive right, privilege or immunity.

## II. CORPORATIONS.

Any domestic corporation may conduct its business in or without the State and hold the meetings of its directors either within or without the State, but the annual meeting of the stockholders shall be held in the State.

The power of making and altering by-laws shall be in the stockholders unless the power so to do is conferred on the directors by the certificate of incorporation or by the resolution of its stockholders.

Every corporation, domestic or foreign, shall make annual report to the State Corporation Commission, giving its name, location of its office, the name of the agent upon whom process may be served, its business, amount of its authorized capital and the amount issued, and the names and addresses of its officers. The State Corporation Commission shall ascertain and declare whether the applicants have complied with the requirements of the law which entitled them to a merger or consolidation applied for, and shall issue or refuse a certificate issued therefor, accordingly. Wilful failure to use any of its essential functions for the period of twelve years shall work a forfeiture of its charter and proceedings to declare the same forfeited may be had on motion of the Attorney-General.

Every incorporated company doing business in the State shall have an office in the State at which all claims against such company due to residents of the State may be audited, settled and paid. Every foreign corporation shall, before doing business in the State, present to the State Corporation Commission a certificate appointing a person resident of the State, its agent upon

whom process may be served and two duly certified copies of its charter of incorporation and a certificate of the Auditor of Public Accounts, showing the payment into the treasury of the fee declared by law to be paid by such corporation, and a foreign corporation transacting business without having obtained the license hereinbefore provided for shall be fined not more than \$1,000, and the officers, agents and employees of any such company doing business without a license shall be personally liable to the State for any fines imposed on it, and for any resident of the State having a claim against such company and service of legal process upon any of such officers, agents or employees shall be deemed sufficient service on the corporation.

The term "transmission company" shall include any company owning, leasing or operating for hire any telegraph or telephone line, and the term "public service corporation" shall include all transmission companies.

It shall be the duty of the State Corporation Commission to make inquiry and examination from time to time into the acts and proceedings of chartered transmission companies doing business in the State, from officers and agents, for the purpose of ascertaining whether anything has been done in violation or contravention of their charters or of the law, and the commission shall give notice to such companies of any violation of such law and compel compliance with the same.

Upon the complaint of the board of municipal authorities, within which any part of the transmission lines lie, it shall be the duty of the commission to make an examination of the physical condition and operation thereof, and if it shall deem the complaint well founded it shall so adjudge and notify the corporation thereof, and such corporation or person shall within sixty days thereafter remove the cause of complaint. The commission shall have power to render an entry of judgment for fines and penalties or for the recovery of money in any complaint, whether instituted on its own motion or otherwise, and to issue execution, which may be levied and executed in like manner as executions charged and issued upon the terms and decrees of the courts at law or equity, and such commission shall have power to punish for contempt persons summoned to appear who shall fail or refuse to appear and

testify without a lawful excuse or who shall refuse to answer proper questions propounded to him. The judgment of the commission for the recovery of money, fines or penalties shall be a lien on the real estate of the judgment debtor when duly docketed and indexed in the judgment lien docket of the respective courts.

The commission shall have made and kept in its clerk's office a register of all corporations chartered and existing in the State and of all foreign corporations licensed to transact business therein.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Any number of persons, not less than five, may establish a corporation to purchase lines or construct and maintain and operate telegraph or telephone lines or both or any other works except a railroad intended to be used for public service; the articles of incorporation of which shall require its name, the nature of the works to be purchased, constructed or operated, the name of the cities or counties in which the same is or shall be constructed and the principal termini to and from which it is proposed that the same be purchased, constructed or maintained, the estimated length of the proposed line and the limitation of its duration, its capital stock and the division thereof, the names and residences of its officers and directors, and the place in the State in which its principal office will be located. Such articles of association shall be acknowledged and presented to the State Corporation Commission, who shall issue or refuse the same accordingly, and when the charter shall have been issued the same, with all endorsements printed and the order of the State Commission, shall be certified to the Secretary of the Commonwealth and by him recorded in his office and thereupon returned to the State Corporation Commission to be preserved in its office. No public service corporation shall use or occupy with its works the streets, public or private, or the public grounds of any municipality without the consent of the corporate authorities thereof, and in case any person shall be damaged in his property by such use such company or partnership shall, before using, crossing or occupying such streets or public grounds, make compensation therefor to the person so damaged under the rules regulating the exercise

of the right of eminent domain. It is the duty of the corporation to maintain all proper and needful appliances to afford the utmost protection to the employees of any railroad, canal, turnpike or other public service corporation or all of the persons traveling upon or using the same.

Public service corporations in which the State is a stockholder shall annually make report to the State commission setting forth the condition of its work, its expenditures and receipts and its sources of revenue and a list of its stockholders.

Any person who wilfully destroys, injures or obstructs the works of a public service corporation shall be liable to it for three times the amount of the actual damage to such person and shall not be removed from criminal liability therefor.

Any railroad company may construct and maintain along its line an electric telegraph or telephone for its own use and the use of the public, and may make reasonable charges on messages and intelligence conveyed thereby.

Every telegraph and telephone company may construct, maintain and operate its line along and parallel to any of the railroads of the State, and shall have authority to occupy and use the public streets and public grounds in any of the counties, with consent of the board of supervisors, or in any incorporated city or town with the consent of the council thereof, and of the waterways of the State for the erection of poles and wires for cables or the laying of underground conduits, operation of which they may lease, rent or hire to other like companies, provided the same shall not obstruct or interfere with public travel.

It is the duty of every telegraph company to receive and transmit despatches from and over any other telegraph or telephone companies or lines and from and over any persons upon the payment of the usual charges therefor, if such payment is demanded, and to transmit the same faithfully and with substantial accuracy as promptly as possible and practicable, and in the order of delivery to such company; for every violation to do which they shall forfeit the sum of \$100.

Every telephone company, upon the arrival of a despatch or message at the point to which it is to be transmitted by such company, shall deliver it promptly to the person to whom it is ad-

dressed, by the regulations of the company requiring such delivery, or to forward it promptly as directed where the same is to be forwarded.

Every telegraph company, upon the arrival of a despatch or message at the point to which it is to be transmitted, shall cause the same to be forwarded by messenger to the person to whom the same is addressed, and upon payment of any charges due to deliver it, provided such person or agent resides within the city or incorporated town in which such station is, or when at such point the regulations of the company require such company to forward a despatch or message promptly as directed where the same is to be forwarded, and for every failure so to do the forfeit shall be \$100 to the person sending a despatch or a message or the person to whom it was addressed. A company cannot contract against its own negligence in sending, receiving or delivering any despatch or message delivered to it in the regular course of business, and all telegraph and telephone companies shall be liable for special damages occasioned by the negligent failure of its operators or servants in receiving, copying, transmitting or delivering despatches or messages or for the disclosure of the contents thereof to any person other than to someone to whom it is addressed. The amount of damages is to be determined by a jury and grief and mental anguish occasioned to the plaintiff by the aforesaid negligent failure may be considered by the jury in determining the measure of damages, and such special damages shall not be barred by the articles of the company concerning the repeating of additional messages or by special undertaking to relieve the company from the consequences of its negligence.

It is the duty of all telegraph companies to receive despatches and messages from and for other telephone or telegraph lines doing the business of receiving and transmitting messages for compensation and from and for any person, and upon the payment of the established charges, if demanded, to transmit the same faithfully and impartially and as promptly as practicable and in the order of the delivery to such company.

The penalty for failure to transmit promptly, faithfully, impartially or in order of delivery, is the sum of \$100 to the person sending or wishing to send such despatch.



#### IV. TAXATION.

Each incorporated telegraph and telephone company shall report annually to the State Corporation Commission all its real and personal property, showing particularly in what county and school district the property is located, and classify the same under the following heads:

*First* — Number of miles of poles or conduits owned or operated in each county, city, town and school district.

*Second* — Number of miles of wires in excess of one wire in each municipality.

*Third* — Real and personal property, including the value of telegraph or telephone instruments, switchboards, etc., in each municipality, and the gross earnings and receipts in the State for the year next preceding.

The State Corporation Commission shall assess upon said property the taxes imposed by law, and a copy of the assessment when made shall be forwarded to the Auditor of Public Accounts and to the officer of each company, and such company shall pay into the treasury of the State the tax assessed against it.

On the real and personal property of telegraph and telephone companies there shall be a tax of 20 cents on every \$100 of the assessed value of the real estate and tangible personal property, and a tax of 25 cents on every \$100 of the assessed value of the intangible personal property of every such company, and a further tax of 10 cents on every \$100 of the assessed value thereof, which shall be applied to the support of the schools of the State, and a further tax of 5 cents on other entries on the assessed value of the real estate and tangible personal property of every kind and description, which shall be applied to the payment of pensions.

Each telegraph company, for the privilege of doing business within the State, shall pay a license fee of \$2 per mile on line of poles or conduits owned or operated by it within the State, and an additional charge of 2 per centum of the gross receipts of the company from business done within the State during the year preceding.

A specific license tax to be paid by every company for the privilege of operating apparatus necessary to communicate by telephone shall be when the gross receipts do not exceed \$50,000 and

when the number of miles of poles does not exceed 300 and a majority of the stock or other property of such company is not owned or controlled by any other telephone or telegraph company whose receipts exceed \$50,000, a sum equal to 1 per cent. of the gross receipts of such company from business done within the State during the preceding year, where any or all of the foregoing conditions are exceeded the license fee shall be a sum equal to 1 per cent. of the gross receipts up to \$50,000 and an additional sum of 2 per cent. on such receipts above \$50,000, and in addition a sum equaling \$2 per mile on line of poles or conduits owned or operated by such company, provided that no license tax shall be charged against a telephone company for the privilege of prosecuting its business when such company is purely a local mutual association and does not charge others for transmitting messages over its lines and is not designed to accumulate profits for the benefit of or to pay dividends to the stockholders or members thereof.

Every domestic or foreign corporation exercising the powers of a transportation or transmission company or maintaining and operating a public service line of any kind shall pay into the State treasury a charter fee to be ascertained and based upon its capital stock, and shall pay an annual registration fee based upon its capital stock.

Every corporation except railway, canal, banking, telephone companies having a maximum capital of \$5,000, except cemetery, religious and charitable associations, shall, in addition to the charter fee taxed on property and income or receipts and license tax and registration fee, also pay an annual State franchise tax based upon its capital stock.

The treasurer may distrain and sell any personal property of the company and shall pay the amount of taxes and penalty into the treasury within ten days after he has collected the same.

The Corporation Commission shall furnish to the chairman of the board of supervisors of each county and the municipal officer of each city the list of the railroad, canal, telephone and telegraph commerce within the county or city, together with the number of miles of their lines, and the assessment made thereon by said Corporation Commission and such municipal officers

shall assess the real estate and personal property for the purposes of municipal taxation at the same assessment thereof as the assessment for State taxation, and the council of city or town may, **when anything for which a license is so required is to be done within the city or town, impose a tax for the privilege of doing the same, and require a license to be obtained therefor, and may require from the licensee a bond.**

The boards of supervisors of the counties have power to fix the amount of county levies, and order the levy on the real estate and personal property of telephone and telegraph companies and their lines which pass through their respective counties.

#### **V. CRIMES AND PENALTIES.**

The unlawful use of telephone and telegraph lines and instruments and the malicious injury or destruction of any telephone or telegraph line, wire, pole or material or property belonging thereto, or the wilful or malicious obstruction or delay of any lines whatever, of the sending, conveying or delivery of any authorized communication, or the breaking or tapping or making connection with any telephone or telegraph lines or instruments is a misdemeanor and punishable by a fine of not more than \$200 or imprisonment for not more than six months, or both.

The corrupting or influencing of agents or employees without the knowledge and consent of his principal or giving to such agent or employee a gratuity or gift under an arrangement or with an understanding that he shall act in any particular manner as to his employer's business or who as agent, directly or indirectly or by means of another, obtains or demands a commission, discount or bonus from the person who makes such sale or contract or furnishes materials and supplies, and any person who gives such agent or employer such discount or bonus shall be guilty of a misdemeanor and punished by a fine of not less than \$100 or imprisonment for not more than six months, or both.

#### **VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

#### **VII. LEGISLATURE.**

The General Assembly shall meet once in two years.

## WASHINGTON.

### I. CONSTITUTION.

Corporations may be formed under general laws, but shall not be created by special acts. The liability of stockholders in a corporation is limited to the amount of the unpaid stock.

No corporation organized outside the limits of the State shall be allowed to transact business within the State on more favorable conditions than are prescribed by law to similar corporations organized under the laws of this State. The State shall not in any manner loan its credit, nor subscribe to or be interested in the stock of any company, association or corporation.

No private property shall be taken or damaged for private use without just compensation having been first made, and the exercise of the right of eminent domain can never be so abridged or construed as to prevent the Legislature from taking the property and franchises of incorporated companies and subjecting them to public use the same as the property of all individuals.

Any company or the lessees or managers thereof organized for the purpose, or any individual, shall have the right to construct and maintain lines of telegraph and telephone within the State. Such companies shall receive and transmit each other's messages without delay or discrimination, and all of such companies are declared hereby to be common carriers and subject to legislative control. Railroad corporations shall allow telegraph and telephone companies to construct and maintain lines on and along the right of way of the railroad, and no railroad company shall allow any telegraph company any facilities, privileges or rates for transportation on account of material or for repairs for lines not allowed to all telegraph companies.

The right of eminent domain is extended to all telegraph and telephone companies.

The power to tax corporations and corporate property shall not be surrendered or suspended by any contract or grant to which the State shall be a party. No municipal corporation shall give any money or property or loan its credit or money to or in aid of any

individual, association or company except for the necessary support of the poor and infirm, or become directly or indirectly the owner of any stock in or bonds of any association, company or corporation.

Monopolies and trusts shall never be allowed in this State, and no incorporated company, copartnership or association in this State shall, directly or indirectly, combine or make any contract with any other incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders, or with any copartnership or association of, or in any manner whatever, for the purpose of fixing the price or limiting the production or regulating the transportation of any product or commodity.

## II. CORPORATIONS.

Any two or more persons may form a corporation and shall subscribe articles of incorporation in triplicate and file one with the Secretary of State and another in the office of the county auditor of the county in which the principal business of the company is intended to be located and retain the third in the possession of the corporation. Such articles shall state its name and object, capital stock and term of existence, not to exceed fifty years, the number of shares and the number of trustees. And its corporate power shall be exercised by a board of not less than two trustees, who must be share holders and at least one of whom shall be a resident of the State. And shall annually file a list of the elected officers with the county auditor.

No corporation shall commence business or institute proceedings to condemn land for corporate purposes until the whole amount of its capital stock has been subscribed. Every corporation, domestic or foreign, shall annually pay to the Secretary of State a license fee of \$10.

A corporation, domestic or foreign, may own, hold, sell, assign or transfer the stock of other corporations.

No corporation, a majority of whose capital stock is owned by aliens, other than those who in good faith have declared their intention to become citizens of the United States, shall acquire the ownership of lands in the State, other than lands containing

deposits of minerals, except when acquired under mortgage or in good faith in the ordinary course of justice in collection of debts.

Foreign corporations shall file with the Secretary of State articles of incorporation and shall also constitute and appoint an agent a resident of the State where its principal place of business is to be located upon whom service of process may be made.

Every county assessor shall annually ascertain the names of foreign companies doing business by agent or otherwise within his county, the nature of the business and the name of the agent, and shall deliver such list of names to the county auditor, who shall transmit a copy of such list to the Secretary of State.

An agent of a foreign company doing business contrary to the provisions of this article is guilty of a misdemeanor punishable by a fine not exceeding \$200 or imprisonment not exceeding three months, or both, and any assessor or auditor failing to comply with the conditions of this act shall be also guilty of a misdemeanor, and any foreign corporation failing to comply with the terms of such act shall be subject to a penalty of \$250, recoverable in a civil action by the Attorney-General of the State.

### **III. TELEGRAPH AND TELEPHONE COMPANIES.**

The right of eminent domain is extended to all telegraph or telephone companies organized or doing business in the State, and every railroad operated in the State is and shall be designated "post road," and the company owning the same shall allow telegraph and telephone companies to construct and maintain telegraph and telephone lines on and along the right of way of such railroad, and such companies may appropriate so much land as may be actually necessary for its line of telegraph or telephone, with the right to enter upon lands immediately adjacent thereto for the purpose of constructing, maintaining and operating its line and make the necessary repairs, and may also, for the purposes aforesaid, enter upon and appropriate a portion of the right of way of any railroad company; provided such appropriation shall not obstruct such railroad nor the travel thereon nor interfere with the operation thereof.

Telegraph companies and telephone companies shall receive, exchange and transmit each other's messages without delay or

discrimination, and all telephone companies shall receive and transmit messages for any person.

Telegraph companies shall transmit all despatches in the order in which they are received. Penalty of \$100 to be recovered in action, with costs, by the person whose despatch is postponed out of its order, provided precedence shall be given to communications to and from public officers and official business.

Contracts made by telegraph shall be deemed contracts in writing, and all communications sent by telegraph and sent by the person or persons sending the same or by his or their authority shall be held and deemed to be communications in writing.

Notice by telegraph shall be deemed actual notice, provided the despatch containing the same be delivered to the person entitled thereto or to his agent, and instruments in writing approved, acknowledged and certified so as to be entitled to record may, with the certificate of proof or acknowledgment, be sent by telegraph, and the telegraphic copy shall *prima facie* have the same force and effect in all respects and may be admitted to record in the same manner and with like effect as the original.

Checks, due bills, promissory notes, bills of exchange and all orders or agreements for the payment or delivery of money or other thing of value may be made or drawn by telegraph, and shall have the same force and effect to charge the maker, drawer, endorser or acceptor thereof, and shall create the same rights and equities and be entitled to the same days of grace as if made and drawn and delivered in writing, and whenever the genuineness or execution of such instrument shall be denied by or on behalf of the person sought to be charged thereby, it shall be incumbent upon the party claiming under or alleging the same to prove the existence and execution of the original writing from which telegraphic copy was transmitted, and the original message shall in all cases be preserved in the telegraph office from which the same is sent. Telegraphic copies of instruments in writing, together with the certificate and official seal, may be sent by telegraph.

Any telegraph or telephone company, or the lessees thereof, doing business in the State shall have the right to construct and maintain all necessary lines of telegraph or telephone for public traffic along and upon any public road, street or highway and

along or across any railroad right of way, and may erect poles, insulators, wires and fixtures in such manner and at such point as not to incommode the public in the use of such railroad or highway, and where the right of way is within the corporate limits of any city the consent of the city council shall be first obtained.

Any person who injures or destroys any necessary or useful fixtures of a telegraph or telephone company is liable to the company for all damages sustained thereby, and any vessel which; by dragging its anchor or otherwise, breaks, injures or destroys the subaqueous cable of a telegraph or telephone company subjects its owners to the damages herein specified, and any person who wilfully and maliciously does any injury to any telegraph or telephone property herein mentioned is liable to the company for five times the amount of actual damage sustained thereby, to be recovered in an action in a court of competent jurisdiction.

Any telegraph or telephone company refusing to receive, exchange and transmit each other's messages are subject to the penalty of not more than \$500 fine for each offense, and if a railroad shall refuse to allow a telegraph or telephone company to maintain their lines on the railroad right of way, it shall be liable for damages in the sum of not more than \$5,000 for each offense and \$100 per day during the continuance thereof.

In order that damages may be recovered for the breaking or injury of any subaqueous cable, the company owning the same shall give notice as to its location by a monument erected on either bank of the waters on which the cable is placed, indicating the place where such cable lies, and published for one month in some newspaper most likely to give notice to navigators, the notice giving the description and purpose of the monuments and the general course, landings and termini of such cable.

Any writ or order in a civil action and all papers requiring service may be served or executed by the officer or person to whom it is sent for that purpose and returned by him, if a return be requested, in the same manner and with the same force and effect and in all respects as the original thereof might be if delivered to him. And the original, writ or order, shall also be filed with the court from which it was issued and a certified copy thereof shall be preserved in the telegraph office from which it was sent.



When any person shall have been indicted or accused on oath of any public offense or therein convicted and a warrant of arrest shall have been issued, the magistrate issuing the same, or any judge of the Supreme or Superior Court, may endorse thereon an order signed by him and authorizing the service thereof by telegraph, and thereupon such warrant and order may be sent by telegraph to any marshal, sheriff or officer, who, on receipt thereof, shall have the same authority and be under the same obligation to arrest and detain such person as if the original warrant with proper direction thereon shall have been placed in his hands, and such telegraphic copy shall be entitled to full faith and credit and have the same force and effect in all courts and places as the original.

#### IV. TAXATION.

Telegraph or telephone companies shall annually return to the county assessors a map and a schedule showing its capital stock, the amount paid in, the market or true value thereof, the amount of indebtedness, except current expenses for operating the line, length of line in each county and total length in the State, and the total assessed valuation of its tangible property in the State, and the date, character, extent and value of its gross income, number of poles per mile and number of wires. The county assessor shall transmit a copy thereof to the State Auditor.

All property, real and personal, owned by such company and situate in the State must be listed and assessed for taxation and shall be subject to the same levies as the property of the individuals.

All property must be assessed at its true and fair value in money and in determining such true and fair value the assessor shall not adopt a lower or different standard of value because the same is to serve as a basis of taxation, nor shall he adopt as a criterion of value a price for which such property would sell at auction or at a forced sale, nor in the aggregate with all the property of the town or district, but he shall value each article or description of property by itself and at such amount or value, the same to be as he believes it worth fairly at the time such

assessment is made. The true cash value of property shall be that value at which the property would be taken in payment of a just debt from a solvent debtor.

The board of county commissioners are authorized to lay out roads and highways, fixing the amount of county tax, and to have the care of the county property, and are authorized and empowered to grant franchises to use the public roads for telegraph and telephone purposes. Public notice of the hearing for the application, which shall be published, giving the name of the applicant, a description of the road or streets for which the application is made and the time and place of the hearing, and if, after such hearing, the board shall deem it to be for the public interest to grant such franchise in whole or in part, the board may make and enter proper order granting the franchise applied for, or such part thereof as the board finds will cause the least interference with other uses of roads or streets, and the company constructing or operating such on or along such county road or street shall be liable to the county for all necessary expenses incurred and restoring such road or street to a suitable condition also provided that no exclusive franchise shall be granted nor any franchise shall be for a period longer than fifty years. Cities of the first class have power to provide for levying and collecting taxes on real and personal property or for its corporate use and to grant licenses for any lawful purpose and to fix by ordinance the amount to be paid therefor and to provide for the revoking of the same.

Cities of the second class shall have power to fix and collect license tax upon all occupations and trades and all and every other kind of business authorized by law not herein specified, and are authorized to lay out, alter and repair public highways and public places within the city and to remove all obstructions therefrom. Cities of the third class shall have the power to license for purposes of regulation and revenue all and every kind of business authorized by law and transacted and carried on in such cities, and to fix road license tax on the same and provide for the collection thereof, and permit the construction and maintenance of telegraph, telephone and electric lines thereon.

Towns or cities of the fourth class shall have like power.

**V. CRIMES AND PENALTIES.**

Every person who shall by himself or agent transact any business without a license where such license is required shall, on conviction, be fined not exceeding \$500, and in all cases where the principal is prosecuted the agent may be compelled to testify, and *vice versa*.

Wilful and malicious interference, cutting or breaking or making connection with or reading or using telegraph and telephone instruments in any unauthorized manner or any unauthorized use of such information or wilful obstruction or delay in the sending, conveyance or delivery of any authorized communication by or through any telegraph or telephone line or any wilful or malicious agreement with, employment or conspiracy with, any person to do any of such unlawful acts is a felony and punishable by a fine of not more than \$300 or imprisonment of not more than five years, or both.

Wilful divulging to any person other than the party by whom the same was sent or to whom addressed or his agent of any message received or sent for any telegraph line or the contents or purport thereof, or wilful altering of such message, is a misdemeanor punishable by a fine not exceeding \$1,000 or by imprisonment not exceeding one year, or both.

Sending a false or forged telegram, wilfully or knowingly, by an agent or operator of a telegraph company, or wilful delivery or causing to be delivered any false message, is a misdemeanor punishable by a like fine. The agent or employee of any company shall not in any way use or appropriate any information derived by him from any message passing through his hands, and if he shall use it or turn or attempt to turn the same to his own account he shall be guilty of a misdemeanor and subject to a like penalty.

The wilful refusal or neglect of any agent or operator to send any message received for transmission or the unreasonable and wilful postponement of the same or wilful and unreasonable refusal or neglect to deliver any message shall be guilty of a misdemeanor and subject to like penalty, provided that the charges thereon shall have been paid or tendered, and this section shall not require the sending, receiving or delivery of any message

aiding, abetting or encouraging treason against the government or other resistance to lawful authority, or any message calculated to further instigate the perpetration of any unlawful act or in any manner wilfully obtaining a message intended for another or the wilful and unlawful opening of a sealed envelope enclosing a telegraph despatch addressed to any other person is a misdemeanor and subject to a like punishment.

Bribing or inducing or requesting an operator to disclose a private message or the contents or purpose thereof is a misdemeanor and subject to a like penalty.

Wilfully or maliciously cutting or breaking of any telegraph pole or other material used in a telegraph line, or the malicious breaking or injury of any insulator, or the removal of any wire therefrom, or the wilful destruction of the insulation of such telegraph line, or the interruption of the transmission of electric current is a misdemeanor punishable by a fine not exceeding \$500 or imprisonment not exceeding six months, or both.

The officers of any telegraph company may file in the office of the Secretary of State a copy of any printed blank, envelope or picture or device used or intended to be used by such company, with a certificate that the same is commonly used or intended so to be in the business of such company as a distinguishing mark, notice or index of said business, and thereupon such blank, envelope, picture or device shall be the property of such company and it shall not be lawful for any person, unless by the permission of such company, to print, publish, distribute or use or cause to be printed, published, distributed or used either of them or any copy, similitude or imitation thereof, nor shall any line of telegraph be unlawfully removed, taken down or displaced without the consent of the owner, nor shall the wire or cables thereof be severed in any manner so as to interrupt the transmission of electrical current over any such line, nor shall any person wilfully or wantonly set any fire that shall result in the destruction or injury of any line erected for the transmission of electrical current, and any person so doing shall be guilty of a misdemeanor punishable by a fine not exceeding \$500 or imprisonment not exceeding one year, or both.

Payment for labor shall be made in lawful money and shall be paid in cash or by order redeemable in cash at its face value at

the bank, store or commissary or other place in the county where the labor was performed, and payment for labor otherwise than by money shall render the firm, person or company guilty of a misdemeanor punishable by a fine not exceeding \$300, and upon failure to pay the same imprisonment in the county jail until such fine is exhausted by imprisonment.

Black listing of employees is prohibited.

No female under 18 years of age shall be employed as public messenger by any telegraph or telephone or messenger company, nor shall any child of either sex under the age of 14 be hired to labor. And each parent or guardian or person having immediate custody of any child from 8 to 15 years of age shall cause such child to attend the public schools of the district in which he resides for the full term in which such school may be in session, or private school for a like period.

No child under 15 years of age shall be employed by any telegraph or telephone company during the time in which the public schools of the district in which such child resides is in session unless such child presents a certificate from the school superintendent excusing the said child from attendance and setting forth the reason therefor.

#### VI. LIMITATIONS OF TRADE AND COMMERCE.

No statutes.

#### VII. LEGISLATURE.

The Legislature of the State shall meet biennially.

#### WASHINGTON ADDENDA.

The Railroad Commission is created to be composed of three persons to be appointed by the Governor.

That the rates, tolls, contracts and charges of all telephone and telegraph companies for messages, conversations, services rendered and equipment and facilities supplied, whether such messages, conversation or service to be performed be over one company or line or over or by two or more companies or lines shall be fair, just, reasonable and sufficient, and the service so to be rendered to any person, firm or corporation by any telephone or telegraph company shall be rendered and performed in a prompt, expeditious and efficient manner, and the facilities and equipment furnished it shall be safe, kept in good condition and re-

pair, and its appliances and service shall be modern, sufficient and efficient, provided, however, that nothing in this act contained shall authorize the establishing of any joint rate or rule respecting any telephone or telegraph service as to any business originating in any city or town in which each company to be affected by such joint rate or rule has transmitting offices, and the Railroad Commission is vested with power and authority upon complaint made or by inquiry on its own motion, after a full hearing, to make any findings declaring an existing rate, toll, contract or charge or the absence of any rate, toll or charge, joint or otherwise, for the transportation of property or transmission of any message, conversation or service rendered whether such rate charged be for a service rendered over one line of telegraph or telephone or over two or more telegraph or telephone lines, or any regulation or rule whatsoever affecting said rate or charge, or the sufficiency, efficiency of any facilities or equipment used by any such company to be unreasonable, insufficient, inefficient or unjustly discriminatory, and declaring and ordering what shall be a just and reasonable rate, toll or charge, joint or otherwise, provided by the rules or tariffs to be charged, imposed, performed or followed in the future in the place of that found to be unreasonable, in sufficient, inefficient or unjustly discriminatory, to make findings, declare an existing rate, toll or charge or any classification which has been the subject of inquiry, after notice given, to be sufficiently remunerative to any telephone or telegraph company or to be reasonable, proper and sufficient, and to order that the same be not changed or abrogated or discontinued without first obtaining the consent of the commission

The order of the commission shall of its own force take effect and become effective after a notice thereof has been given to the telegraph or telephone company affected thereby, and service thereof shall be made by delivery by a certified copy to the attorney for the company, or on the company itself, upon any officer upon whom a civil summons might be served.

Appeal lies by the company affected to the Superior Court of the State in the county in which the hearing before the commission upon the complaint has been held and such order is subject to

review, and its reasonableness and lawfulness may be inquired into and determined upon such review.

The commission may at any time upon notice and after opportunity to be heard, rescind, alter or amend any order fixing any rate, toll, fare or charge, and any company dissatisfied with such rate or toll may after the expiration of six months after the taking effect of such order petition the commission for a re-hearing.

When the rate or toll established by the commission shall be a joint rate and the telegraph or telephone companies parties thereto fail to agree upon the apportionment thereof among themselves within ten days after notice of such order, the commission may issue a supplemental order declaring the portion of such joint rate to be received by each party thereto.

The commission may apply to the Superior Court to enforce obedience to its order by writ of injunction or other appropriate process.

When complaint is made in writing that any rate or charge are unreasonable or unjustly discriminatory, the commission shall give to the telephone or telegraph company ten days' written notice of hearing, and on such hearing the commission is authorized to inquire into the grievance whereof complaint may have been made, or by inquiry upon its own motion, and may by order and judgment decide and adjust the same.

The commission is authorized and empowered to promulgate and issue rules and regulations regulating the conditions to be contained in and become a part of contracts for transportation of messages or conversations. Such rules shall be promulgated and issued by the commission on its own motion and served on the company affected thereby. Any company deeming such regulations improper, unjust or contrary to law may, within twenty days after receipt of the same, file objections thereto with the commission who shall then fix a time and place for public hearing of the same.

The commissioners are each authorized to administer oaths and compel the attendance of witnesses and productions of papers. If the decision on the written complaint be unsatisfactory to the person making the same such dissatisfied party shall have the right of appeal from the Superior Court of the State in the county in which the hearing before the commissioners had been held.

The rates fixed by the commission shall be held conclusive and deemed accepted to be fair and just in all actions between private parties and companies brought under this law, unless such rate or the order making the same be suspended by order of the court.

Upon any proceeding brought to review order determining the reasonableness of any rates fixed by the commission the burden of the proof shall be upon the company to establish that such rate or regulation is unreasonable or unjustly discriminatory or insufficient.

The Superior Court of the State shall have jurisdiction to enforce by decree, injunction or order the rates, rulings and regulations made and established by the commission, and the proceeding therefor shall be by equitable action by the Attorney-General when advised by the commission that any such company is violating or refusing to comply with any such rule or regulation, and such court may issue a mandatory injunction compelling obedience to and compliance therewith. Violation of such decree renders the defendant and other officer or employee who is in any manner instrumental in such violation guilty of contempt and subject to a fine of not exceeding \$1,000.

Each telephone or telegraph company shall furnish to the commission complete schedule of all rules, rates, classifications or regulations in force by such company between all points in the State, and shall keep at each station or office for inspection a copy thereof.

The commissioners or their employees have the right to inspect the books and papers of any company, and examine any officer thereof under oath, and the penalty for the refusal to permit such inspection or examination shall be a fine of not more than \$500 for each day such company shall so fail and refuse.

The commission shall ascertain the cost of construction, the value of capital stock and funded indebtedness, the relative value of the use to which each telegraph and telephone company operating in this State is actually put in the carrying of intrastate and interstate business, respectively, the total market value of all of its property, and the time intervening between the expenditures in the cost of construction and the time when returns in the shape of dividends were first received by the companies; the probable earning capacity of each company upon intrastate business under



the rates now charged by them, and the sum required to meet fixed charges and operating expenses on intrastate business by each of such companies; the relative proportion of intrastate and interstate business, the relative proportion of the operating expenses connected therewith and the relative proportion of the revenue which should be derived therefrom; the density of intrastate traffic and the conditions which will tend to show whether such traffic is likely to continue, increase or diminish, also the density of population along the line of each telephone or telegraph company within the State, and all physical conditions affecting the movements, traffic and business, also whether the expenditures already made for construction and equipments were such as were justified by the then existing conditions and such as might reasonably be expected in the immediate future; also whether the money expended by each company is reasonable for present needs and for such as may reasonably be expected in the immediate future.

The commission shall make and render findings of fact in writing covering all the matters mentioned heretofore which it is directed to inquire into, and any company considering itself aggrieved by those findings may institute proceedings in the Superior Court to have the same reviewed and their correctness, reasonableness and lawfulness inquired into and determined, which review shall be heard by the court without the intervention of a jury.

The findings as filed or as corrected by the courts when properly certified under the seal of the commission shall be conclusive evidence in all collateral proceedings.

The commission shall ascertain the amount paid for salaries to the officers of the telegraph or telephone companies, and the wages paid employees and such companies heretofore constructing any line or extension, shall file with the commission an itemized statement showing the money expended in any such construction or extension and any and all moneys expended by such company in the purchase of equipments and showing the cost of improvements and betterments in the State.

The commission shall, at all times, have access to all accounts, records and memoranda kept by the company, and in case of refusal to keep such accounts and records in the manner prescribed by the commissioners, or refusal, upon demand, to submit the same to examination, shall render the company so failing to keep

such books or refusing inspection to forfeit the sum of \$500 for each offense and for each and every day of the continuance of such offense. The penalty for failure to make out and file any blanks required by the commission or refusal to answer any question therein printed or giving a false answer to such question is a fine of not exceeding \$500 for each day such failure shall continue.

If any telegraph or telephone company directly or indirectly by any special rate, rebate, draw-back or other device shall charge, demand, collect or receive from any person, firm or corporation a greater or less compensation for service rendered or to be rendered by it than it charges, demands, collects or receives from any other person, firm or corporation for doing a like and contemporaneous service, such company shall be deemed guilty of unjust discrimination, and it shall also be unjust discrimination for any such company to make or give any undue or unreasonable preference or advantage to any particular person or company or locality or to subject any particular description of message or conversation to any undue or unreasonable prejudice, delay or disadvantage in any respect whatever. Every telephone or telegraph company who shall wilfully fail or refuse under such regulations as may be prescribed by the commission to receive, transmit and deliver without discrimination or unnecessary delay the message, conversation or service of any connecting telephone or telegraph company and any telephone or telegraph company which shall under such regulations wilfully fail or refuse to receive, transmit and deliver without discrimination or unnecessary delay any message, conversation or service destined to any point on or over the line of any telephone or telegraph company to such connecting company, shall be deemed guilty of unjust discrimination.

It shall also be unjust discrimination for any telephone or telegraph company to charge or receive any greater compensation in the aggregate for the transportation of like kinds of messages or conversations for a shorter than for a longer distance over the same line, provided that upon application to the commission any telephone or telegraph company may in special cases, to prevent manifest injury, be authorized by the commission to charge less for longer than for shorter distances for transporting messages and conversations, and the commission shall from time to time prescribe the extent to which such designated company may be

relieved from the operations of this provision, provided, however, that no manifest injustice shall be imposed upon any citizen at intermediate points.

Any telephone or telegraph company violating the provisions of this section shall be deemed guilty of unjust discrimination, and shall for each offense pay to the State a penalty of not less than \$100 or more than \$2,000. Nothing, however, herein shall prevent the carriage of messages or conversations free or at reduced rates for the State or for any municipality thereof, or for charitable purposes or to and from or in aid of fairs and expositions, nor shall act be so construed as to prevent telephone or telegraph companies from giving free transportation of messages from any of its officers, employees, stockholders, directors, employees' families, ex-employees in search of employment, and injured employees and their families, and the families of employees killed in service.

Any officer or agent of a telephone or telegraph company who by any device suffers or permits any person to transmit messages and conversations at less than regular rates, or who shall by any device whatever charge any person or company more for the transmission of messages or conversations than the regular rates, shall be guilty of a misdemeanor and subject to a fine of not more than \$1,000.

If any telephone or telegraph company shall cause to be done or permit to be done any act or thing in this law prohibited or declared unlawful or who shall omit to do any act or thing herein required to be done by it, such company shall be liable to the person or persons or company injured thereby for the damages sustained in consequence of such violation, provided, however, that nothing herein contained shall prevent a special contract provided for the mutual exchange of service from being entered into between any railroad company, and any telegraph company where the telegraph line is along the railroad right-of-way and used by both companies.

If any telephone or telegraph company shall wilfully violate any of the provisions of this act or fail or refuse to comply with any and all lawful orders emanating from such Railroad Commission for which any other penalty has been provided, for every such violation such company shall pay to the State a penalty of not more than \$2,000.

## WEST VIRGINIA.

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### I. CONSTITUTION.

The Legislature shall provide for the organization of corporations by general laws.

Private property shall not be taken or damaged for public use without just compensation.

The exercise of the power and right of eminent domain shall never be so construed or abridged as to prevent the taking by the Legislature of the property and franchises of incorporated companies already organized and subjecting them to the public use the same as of individuals.

### II. CORPORATIONS.

No corporation shall be authorized to engage in business other than that which is provided under its charter, except that of mining, manufacturing, oil, salt or internal improvement company, may lay out a town at or near their works and sell lots therein.

There shall not be less than five stockholders, and if the number be at any time reduced below five and so remain for six months continuously the corporation shall be dissolved. In no case shall the stock be sold or disposed of at less than par, except by a vote of three-fourths of all the stock of the company outstanding at the time the vote is taken and not then until notice of intention to present a resolution authorizing such sale shall be first published for two successive weeks.

A list of stockholders showing the number of shares and votes to which each one is entitled shall for a month before the annual meeting be hung in the most public room or place of business of the company.

A foreign corporation shall not do business in the State unless it shall file a certificate copy of its articles of incorporation with the Secretary of State, who shall thereupon issue a certificate of the fact of such foreign companies having done so, which certificate shall be filed and recorded in the office of the clerk of the County Court of the county in which its business is conducted, and at the same time file in <sup>clerk's</sup> clerk's office a copy of its charter.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Companies may be incorporated for the purpose of constructing and maintaining lines of magnetic telephone and telgraph and carry on the business properly pertaining to such works and improvements.

Any number of persons not less than five desiring to become a corporation shall sign an agreement setting forth the name, the location of its principal business, the object of the company, the amount of its stock authorized, its value and number of shares, and the amount paid in, the address of the incorporators, the number of shares subscribed by them, and the period of the duration of the company. This agreement shall have attached thereto the affidavit of at least two of the corporators to the fact that the amount stated to have been paid in on the capital has been in good faith paid in, which agreement and affidavit shall be delivered to the Secretary of State, who shall thereupon issue to the incorporators his certificate.

No corporation shall continue for more than fifty years from the date of its certificate of incorporation, but the time of the continuance of such company may be extended by a resolution adopted by the company.

The Secretary of State shall preserve in his office the agreements of incorporation, and shall record the same at the end of every regular session of the Legislature. It shall be his duty to cause to be printed and bound an accurate abstract of every certificate of incorporation not before recorded, which abstract shall show the name of the company, kind of business, principal office, when issued, and when to expire, the name and residence of each corporator, the amount of authorized capital stock, the amount subscribed and paid in, and the par value of each charter.

Upon receipt of the certificate of the Secretary of State or within three months after its issue, the company shall cause the same to be delivered to the clerk of the County Court in which its principal office is kept for record, and such clerk shall record the same in his office.

Every corporation shall, within thirty days after organization, appoint some person residing in the county wherein its business is conducted to accept service on behalf of such company and upon whom service may be had of process, which certificate shall be

recorded in the office of the clerk of the County Court of the county where the principal business is carried on, and where such agent resides, and also to be filed in the office of the Secretary of State.

The County Court of any county may authorize any telegraph or telephone company to erect and maintain telegraph or telephone poles on any land condemned or used as a public road in such way as not to obstruct such road. And telegraph companies desiring to extend their lines in this State may place poles for wires on any country road by and with the consent of such County Court, provided the same shall be erected so as not to in any way interfere with the public use of such road. Private property may be taken by eminent domain for telegraph and telephone companies when for public use.

#### IV. TAXATION.

Public service corporations shall annually make a return to the Board of Public Works, which shall be delivered to the State Tax Commissioner, showing in detail the number of lines owned or operated, the gauge of wire, the number of strands, the material, and as accurately as may be the time when the line or any material part thereof was constructed or last replaced. The whole number of miles within the State and the whole number without the State, including the branches and connecting lines, the number and actual value of each line in each county within the State, shops and machinery and all buildings and structures connected therewith within the State, together with all real estate other than its land owned and used by it in connection with its line, and of each parcel of real estate, and the number and actual value thereof in each county in the State in which it is located, its personal property, including money, credits and investments showing the amount of value in each county and an itemized list of all other real property within the State and the location, the actual capital employed in the business, the total amount of bonded indebtedness and all other indebtedness, the capital stock, the character, number, amount and market value of the shares and the amount paid in.

The State Tax Commissioners shall arrange such returns and as soon as practicable lay them before the Board of Public Works,

and if the return be satisfactory it shall approve the same and permit the auditor to assess the property for taxes. If such return be not satisfactory the Board of Public Works may proceed to obtain the facts and information and may compel the attendance of witnesses and the production of papers.

The Board of Public Works shall proceed to assess and fix the number and actual value of all the property in each county through which the line runs, and in which any property to be assessed is, and when the assessment is made it shall be entered in the books of minutes and be certified to the auditor, and as soon as the assessment is made the secretary of the board shall notify the owner affected thereby, and which assessment shall be final and conclusive thirty days after the mailing of notice. Review of such assessment may be made by the County Court of any county in which any part of the property assessed is situated.

The auditor shall certify to the County Court of each county in which any part of the property lies and the assessor shall certify to the auditor the amount levied on each \$100 for property therein for school purposes, and the recording officer of each municipal corporation shall likewise report to the auditor.

The auditor shall then assess and charge such owner or operator of such lines with the taxes properly chargeable thereon in which municipality or taxing district, and shall thereupon make out and transmit by mail a statement of the taxes and levies so charged, and it shall be the duty of the owner to pay the same into the State treasury, and in the event of a failure so to do a penalty shall be added at the rate of 10 per cent. per annum, and the auditor shall certify to each county assessor the amount of taxes assessed within his county and he shall thereupon collect the same as other taxes are levied or collected, nor shall any municipality have any authority to compromise, remit or release any portion of the taxes so assessed.

No person without having a State license and being a corporation, domestic or foreign, shall do or attempt to do any business by virtue of its charter or transact any business in the State until such State license shall have been paid. No such State license shall exonerate the person holding the same from the lien or penalty of any license authorized for the doing of any act or

the enacting of any business within the limits of such municipality, provided such municipal license shall not exceed the State tax imposed for doing the same act or engaging in the same business, and such annual license tax shall be based on its authorized capital stock as shall be also the annual license tax on non-resident corporations.

Every foreign corporation shall make annual report to the auditor setting forth its name, date of incorporation, shares, value of its property, location, the proportion of its capital stock represented by property owned or used in the State, and the auditor shall assess and fix its license tax according to the proportion of the capital stock which is represented by its property owned and used in the State.

The auditor shall notify corporations liable to such license tax and the amount thereof shall be deemed a debt due the State, and shall be a lien on all the property and assets of the company prior to all other liens except the lien of taxes, and such tax shall be preferred in cases of insolvency.

The property of any domestic telegraph or telephone company shall be assessed for taxation as other property in the State, but the stock notes of such company shall not be assessed nor shall such notes or any part of them be construed a part of the indebtedness of the maker thereof in listing his property for taxation.

Every foreign telegraph or telephone company shall annually make return to the auditor showing the full number of miles of line used or operated within the State during the period for which such returns relate, but in ascertaining such mileage no more than one mile of wire shall be counted or measured, and at the time of making such return every foreign telegraph or telephone company shall pay into the State treasury a license tax on telegraph companies of \$1 per mile of wire over which telegraph messages are sent or received, and telephone companies \$1 per mile of wire over which messages are sent or received between the cities, towns or villages, but not for local exchanges in such cities, towns or villages.

No company shall occupy with its works the streets of the inhabited part of any town or village until the corporate authority thereof shall have assented to such occupation.



**V. CRIMES AND PENALTIES.**

Any person who wilfully or maliciously destroys or injures wires, poles or other property belonging to a telegraph or telephone company shall be guilty of a misdemeanor punishable by imprisonment not exceeding twelve months and a fine not exceeding \$500, and also be liable in a civil action for all damages to such property caused by such injury.

Any person who shall wilfully and unlawfully injure, impair, destroy or misplace any telegraph wire, line or pole or mechanical appliance or obstruct any company which is the owner or lessee of any railroad or other work of internal improvement in the use of such property shall be guilty of a misdemeanor subject to a fine of not less than \$1,000 and imprisonment not less than six months, and if the death of any person be incurred in consequence of any such unlawful act the person committing the same shall be guilty of a murder and punished accordingly.

**VI. LIMITATION OF TRADE AND COMMERCE.**

No statutes.

**VII. LEGISLATURE.**

The Legislature shall meet biennially.

**WISCONSIN.****CONSTITUTION.**

Corporations without banking powers or privileges may be formed under general laws, and shall not be created by special act except for municipal purposes.

Free passes or franks are prohibited.

The credit of the State shall never be given or loaned in aid of any individual, association or company.

The property of no person shall be taken for public use without just compensation therefor.

**II. CORPORATIONS.**

No foreign corporation shall transact business until it shall have filed in the office of the Secretary of State a copy of its charter or articles of incorporation, duly certified, and shall also forward to the Secretary of State a statement showing its name and location of principal office and place of business, the names and addresses of the company and of the agent who may represent it in the State, the amount of capital stock paid in in money, property, services and the nature of its business.

Three or more adult persons may form a domestic corporation if they are residents of the State, and may form such companies for the purpose of telegraphing and the construction and maintenance of telegraph or telephone lines, and they shall sign a written declaration giving the name of the company, its capital stock, number and amount of shares, designation of officers and directors which shall not be less than three, principal business address of the officers, the duration of its existence, and shall file the original with the Secretary of State and a verified copy shall be recorded by the Register of Deeds in the county in which such company is located, who shall transmit to the Secretary of State a certificate stating the time when such copy was recorded.

The first meeting may be held at any time after one-half the capital stock shall have been subscribed and may be called by any two signers of the articles of incorporation.

Every domestic corporation shall make an annual report to the Secretary of State.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Any person, firm or corporation may with the written consent of the Supervisor of the town, construct and operate a line of telephone, telegraph or electric light wires along or within the limits of any highway in such manner as not to interfere with the use of such highway by the public, nor with the use of the adjoining land by the owner thereof and may from time to time extend the same and for such purposes may acquire lands or any interests therein and may connect or operate its lines or system with the lines or systems of any person or corporation engaged in like business within or without this State and charge reasonable rates for the transmission and delivery of messages.

Any telegraph or telephone company doing business in the State shall be liable for all damages occasioned by the failure or negligence of their operators, servants or employees in receiving, copying, transmitting or delivering despatches or messages, and shall also be liable for all damages for mental anguish resulting directly and *approximately* from and occasioned by such failure or negligence.

The Railroad Commission of Wisconsin is vested with power and jurisdiction to supervise and regulate the public utilities of this State and to do all things necessary and convenient in the exercise of such power and jurisdiction.

Every public utility when required shall furnish reasonable, adequate service and facilities and the charge made for any service rendered or to be rendered in connection therewith shall be reasonable and just and every unjust or unreasonable charge for such service is prohibited and declared unlawful.

Every public utility and other person or corporation having conduits, subways, poles or equipment on or under any street or highway, shall for a reasonable compensation permit the use of the same by any public utility whenever public convenience and necessity requires such use and such use will not result in irreparable injury to the owner or other users of such equipment, nor in any manner detrimental to the service to be rendered by such owners or other users.

If there is a failure to agree upon such use or the conditions or compensation the Railroad Commission shall on application ascertain if the public convenience and interest require such use and it may by order direct that such use be permitted and prescribe reasonable conditions and compensation for such joint use.

The Commission shall value all the property of public utilities actually used and useful for the convenience of the public and may hold, after notice to the public utility, a hearing as to such valuation and after the determination thereof shall serve a statement upon the public utility interested.

Every public utility shall keep and render to the Commission in the manner and form prescribed by it, uniform accounts of all business transacted.

Each public utility shall have an office in one of the towns, villages or cities in the State in which its property or some part thereof is located and shall keep in such office all books, accounts and records as shall be required by the Commission to be kept within the State. Every public utility shall carry a depreciation account when the Commission shall determine that such account can be reasonably required, and the same shall be kept in the manner prescribed by such Commission.

Each public utility shall furnish to the Commission a detailed statement of the depreciation per unit, salaries, legal expenses, tax, rentals, quantity and value of material, receipts from by-products, surplus sold, total and net cost, gross and net profits, dividends and interest, surplus or reserve, prices paid by consumers and such other items as the Commission may prescribe in order to show completely and in detail the entire operation of the public utility in furnishing the unit of its product or service to the public.

Every public utility shall file with the Commission schedules which shall be open to inspection showing all rates, tolls or charges established or in force for any service performed by it within the State, and shall file a schedule of joint rates or charges where the same may be in force between two or more public utilities, and it shall be unlawful for any public utility to charge, demand, collect or receive a greater or less compensation for any service performed by it than is specified in such schedules. Upon complaint by any twenty-five persons or by any mercantile, agri-

cultural or manufacturing society or any municipal organization, the Commission shall after notice to the public utility, investigate the rates, tolls and charges complained of, and if the same shall be found to be unjust, unreasonable, insufficient or unjustly discriminatory or preferential, the Commission shall have power to make an order substituting therefor such rates, tolls and charges as shall be just and reasonable or if it shall be found that any service is inadequate or that reasonable service cannot be obtained, the Commission shall have the power to substitute therefor such other regulations, practices or acts, and to make such order respecting, and such changes in such regulations, practices or acts as shall be just and reasonable and if upon such investigation it shall be found that any such rate or toll is unjust, unreasonable, insufficient or unjustly discriminatory or preferential or if any service is inadequate or that any reasonable service cannot be obtained, the public utility found to be at fault shall pay the expenses incurred by the Commission upon such investigation.

Any public utility may make complaint as to any matter affecting its own product or service with like effect as hereinabove set forth.

The Commission may at any time upon notice to the public utility and after hearing rescind, alter or amend any order fixing any rate, toll or charge or any other order made by the Commission, and such rates, tolls, charges, regulations and services prescribed by the Commission shall be in force and shall be *prima facie* reasonable until finally found otherwise in an action brought for that purpose.

In all trials and proceedings the burden of proof shall be upon the party adverse to the Commission or seeking to set aside any of its determinations, requirements, directions or orders to show by clear, satisfactory evidence that the same is unreasonable or unlawful as the case may be.

#### IV. TAXATION.

The State Board of Assessment shall make an annual assessment of the property of all telegraph companies within the State for the purpose of levying and collecting taxes thereon, and every such company shall annually file with the Board a report containing the name of the company, its nature, principal office, name

and address of its officers and of the chief officer or managing agent in the State, number of shares of stock, par value, amount authorized, issued, outstanding and dividends paid and market value, its funded debt and description of its real estate and personal property and the assessed value of its real estate; the length of lines of poles, single wire, of the entire system and separate in the State, the length of wire under ground and on buildings of the entire system and in the State and the length of wire and cable, submarine for the entire system and in the State; the number of offices for the entire system and in the State; messages received and transmitted within and without the State; average charge per message and the average cost thereof, gross earnings, expenses of operation, net earnings and income for the whole system and in the State.

The Board shall ascertain the cash value of the property of each company in the State and such true cash value when ascertained shall be entered upon the assessment roll opposite the name of the company, and shall be and constitute the assessment of the entire property of the company within the State for the levy of taxes.

The Board shall ascertain and determine the aggregate tax in the whole State for State, county and local purposes, levied on the general property of the State and the aggregate of taxes so determined. The Board shall compute the average rate of taxation by dividing the aggregate taxes by the aggregate true cash value of the general property of the State upon which taxes were levied which said rate was arrived at shall constitute the rate of taxation, and the true cash value of the properties of the companies liable to taxation under this act. The tax roll shall be filed with the State Treasurer who shall immediately notify the several companies taxed therein to pay the taxes as extended on the tax roll, which tax shall be a lien upon all the property of the company prior to all other liens, claims and demands whatsoever and upon becoming delinquent shall bear interest at the rate of fifteen per cent. per annum after the first day of June of each year.

Any telephone company shall in each year make a return to the State Treasurer showing gross receipts from operation of its business from toll line service and from service of exchange property

and the town, city or village in which each exchange is located with the amount of gross receipts of each exchange, and any company whose total gross receipts shall be over \$100,000 shall pay an annual license fee therein of four per cent. and if under that amount of two and one-half per cent. The amount arising from this license fee shall be paid as follows: Eighty-five per cent. of the tax on the gross receipts from the exchange service shall be paid to the treasurer of the municipality in which the exchange is located, and the license fee upon fifteen per cent. of such gross receipts of exchange service shall be paid to the State Treasurer and the license fee of all of the gross receipts from the toll lines service shall be paid to the State Treasurer, and upon payment thereof such company shall receive from the State Treasurer a license to carry on such business for the calendar year, commencing on January 1st, preceeding and ending on December 31st, succeeding unless sooner revoked.

After any license fee shall become due and unpaid it shall be deemed delinquent, and shall draw interest at the rate of fifteen per cent. per annum after February 10th, in each year.

All property of any telegraph or telephone company and of every other corporation shall in all respects be subject to all special assessments for local improvements in the same manner and to the same extent as the property of individuals provided such assessment shall not extend to the right, easement or franchise to operate or maintain railroads, telegraph, telephone or electric light or power systems in streets or public places.

#### V. CRIMES AND PENALTIES.

Any person connected with a telegraph or messenger company operating a line of telegraph for delivering and receiving messages in the State in any capacity who wilfully divulges the contents or nature of a private communication entrusted to him for delivery or transmission or who wilfully neglects or fails to transmit or deliver the same or wilfully forges the name of the intended receiver to a receipt for the same, shall be imprisoned not exceeding one year or fined not exceeding \$500. No corporation doing business in the State shall pay or contribute, or offer to send or agree to pay or contribute, directly or indirectly, in money or property or thing of value to any political party for any political

purpose whatever or for the purpose of influencing legislation of any kind, or to promote or defeat the candidacy of any person for nomination, appointment or election to any political office.

Personal lobbying is prohibited and lobbyists shall not go upon the floor of either house while in session, and a violation hereof is punishable by imprisonment not exceeding six months and fine not exceeding \$200.

Any officer or other person connected with any telegraph company who divulges any telegraph message or communication except to the person entitled to receive the same or who shall give unlawful preference in sending, transmitting or receiving any telegraph message or wilfully fails or neglects to give preference to despatches or messages in the order of time in which the same are received shall be punished by imprisonment for one year or fine not exceeding \$500.

Any person who intentionally or negligently fails in delivering a message or by any device whatever procures or attempts to procure from any officer or other person connected with any telegraph company any knowledge of the contents or substance of any message or despatch intrusted to him to which he is not entitled, or who without lawful authority tampers with, uses or in any manner, intentionally or negligently, disturbs or interrupts any telegraph wire or line, so as to break, destroy or injure any such wires without first giving twenty-four hours' notice of his intention so to do to some agent, and in case such wires are constructed along any railroad and shall, without the consent of such company, send or attempt to send any message or despatch over such wires or wire in any manner whatever, so as to interrupt or disturb any despatch passing upon such lines, shall be punished by imprisonment for not more than one year or by fine not exceeding \$1,000.

#### VI. LIMITATIONS OF TRADE AND COMMERCE.

Every contract or combination in the nature of a trust or conspiracy in restraint of trade or commerce is hereby declared illegal, and every person who shall combine or conspire with any other person to monopolize or attempt to monopolize any part of the trade or commerce in this State shall forfeit for each offense not more than \$3,000, and any such person shall also be liable to any person transacting or doing business in this State for all damages



he may sustain by reason of the doing of anything forbidden by this section.

The Circuit Court may prevent or restrain by injunction or otherwise the formation of any such contract or combinations for the execution of the purposes thereof.

And upon complaint of the district attorney or Attorney-General proceedings may be instituted as shall be deemed necessary to prevent or restrain the violations of the foregoing provisions, and the examination of any party, and if a company, of the president or other officer thereof, or of any person acting for another or for a company may be taken by deposition within or without the State.

Trusts, pools and conspiracies intended to restrain or prevent competition or the supply or price of any article or commodity in general use in the State or constituting the subject of trade or commerce therein or which shall in any manner control the price of any article or commodity fixing the price, limiting or fixing the amount or quantity thereof to be manufactured, mined, produced or sold in the State or fixing the standard or figure by which its price to the public shall be in any manner controlled or established shall on proof thereof in any court of competent jurisdiction have its charter to do business in this State cancelled and annulled.

No person shall be excused from answering any of the inquiries herein provided for, nor from attending or testifying, nor from producing any book or paper in obedience to subpoena.

## VII. LEGISLATURE.

The Legislature shall meet biennially.

Every person engaged as counsel or agent to promote or assist in any manner the passage by the Legislature of any legislation shall register within one week after his employment and the Secretary of State shall prepare and keep two legislative dockets, one of which shall be known as the docket of counsel and the other as the docket of legislative agents, and they shall contain the names of counsel employed to appear and the names of any agent employed for any purpose in connection with any legislation. And any company employing lobbyists shall cause the same to be registered, and any legislative counsel and agents must register before acting as such, and file the same before they shall be authorized to so act, and within thirty days after the final adjournment of the Legislature

each person whose name shall appear on such docket shall file with the Secretary of State a complete statement verifying all the expenses paid or incurred by such person in connection with the employment of legislative counsel or agent, or in connection with promoting or opposing in any manner the passage by the Legislature of any legislation coming within the terms of this act, and the penalty for the violation of any provision herein is a fine of not more than \$5,000 and disbarment from acting in the capacity of a legislative counsel or agent for a period of three years from the date of disbarment.

## WYOMING.

### I. CONSTITUTION.

The Legislature shall provide for the organization of corporations of general law, and the right and duty of the State to control and regulate corporations is hereby declared.

No corporation shall have power to engage in more than one general line or department of business, which line of business shall be definitely specified in its charter.

No municipality shall loan or give its credit or make donations to or in aid of any individual, association or company, except for necessary support of the poor, nor subscribe to or become the owner of the capital stock of any company.

All telegraph and telephone companies are declared to be common carriers.

No foreign telegraph or telephone company shall do business in the State without having an agent in each county through which such line shall be constructed, upon whom process may be served, nor shall any such company's line be constructed within the limits of any municipality without the consent of its local authorities.

Private property shall not be taken or damaged for public or private use without just compensation.

Perpetuities and monopolies are contrary to the genius of a free State and shall not be allowed. Corporations being creatures of the State, endowed for the public good with a portion of its sovereign powers, must be subject to its control.

There shall be no consolidation or combination of corporations of any kind whatever preventing competition, to control or influence productions or prices thereof, or in any manner to interfere with the public good and general welfare.

### II. CORPORATIONS.

Three or more persons may form a company and may sign and acknowledge in duplicate a certificate showing the amount of stock, term of existence, not exceeding fifty years, shares, trustees, and the location of the principal office, and shall file one of such

certificates in the office of the county clerk of each county wherein the business of the company is to be carried on, and one copy in the office of the Secretary of State.

The trustees who shall manage the company shall be not less than three and must be stockholders, and who shall be annually elected at the time and place directed by the by-laws of the company.

The certificate of incorporation of a telegraph company shall contain a statement of the termini of its lines, the counties through which they shall pass, and such companies are authorized to construct such telegraph lines along and upon any of the public roads by the erection of the necessary fixtures, provided that the same shall not incommode the public use of such road and such telegraph company shall within six months from the date of their certificate commence work on their line, and shall prosecute the work with due diligence until the same is completed, and the time for the completion of such line shall not be extended beyond a period of two years from the time the work was commenced as aforesaid. Any person who shall wilfully or maliciously damage or interfere with any telegraph line or any of the fixtures or appurtenances of such company shall be guilty of a misdemeanor and punishable by imprisonment not exceeding one year or a fine not exceeding \$500 or both, and such offender shall also pay all damages that any such company may sustain.

Any summons, writ or order in any civil action, and all papers requiring service, may be transmitted by telegraph or telephone for service in any place, and the telegraphic or telephonic copy of such writ or order or paper so transmitted may be served by such officer to whom it is sent and returned by him if a return is requisite, in the same manner and with the same force and effect as the original might be if delivered to him. The original writ or orders must be filed in the court from which it was issued, and a certified copy thereof must be preserved in the telegraph or telephone office from which it was sent.

Every domestic corporation organized under the laws of the State shall within ninety days file with the Secretary of State a certificate designating the location of its principal office and the name of the agent in charge thereof and upon whom process against such company may be served.

Foreign corporations shall within thirty days after commencing to do business file in the office of the Secretary of State and of the register of deeds of the county within which its business is conducted a copy of its charter of incorporation, and failure to do so shall render every officer, agent and stockholder thereof, jointly and severally personally liable to any and all contracts of such company made or verified within the State.

### III. TELEGRAPH AND TELEPHONE COMPANIES.

Domestic or foreign corporations organized for the purpose of constructing and maintaining telegraph or telephone lines are authorized to set their poles, wires, fixtures along or under any of the public roads, streets or waters of the State in such manner as not to incommode the public use thereof, and provided that any such company desiring to place their wires and fixtures underground in any city shall first obtain consent from such city through municipal authorities thereof.

All telegraph, telephone, electric or other wires constructed over the line of any steam railroad shall be put on good, substantial poles of a size not less than twelve inches in diameter at bottom and not less than six inches in diameter at top, and to be set in the earth not less than one-sixth of their length and well tamped, and double cross arms, and all wires shall be insulated with glass and porcelain insulators, and all wires must be clear of the top of the railroad at least 25 feet, except in case of trolley wire crossings where such height as may be agreed upon shall be submitted for approval to the Board of County Commissioners or City Counsel in which the crossing is to be made.

The said Board of Land Commissioners may grant the right of way across any portion of the public lands for telegraph lines or other public conveyances, but no such right of way shall be granted as a permanent right unless the same shall be granted in procedure the same as that required for the sale of said lands.

### IV. TAXATION.

The board of county commissioners of each county shall constitute a board of equalization at meetings of which assessors shall be present, and if the assessment be raised or increased the

clerk of the board shall notify each person or corporation of such raise or increase.

The accounting officer of any telegraph or telephone company, domestic or foreign, shall annually list for assessment and taxation the franchises and all other property belonging to and used in the operation of such line within the State. Shall show the actual cash value of the property, the number of miles of line in the State and the number of miles in each county, and the State Board of Equalization shall value and assess the property of such companies for each mile of the line, the value of each mile to be determined by dividing the valuation by the number of miles of such line, but such board shall not assess the value of any property of such company which is not used in connection with the operation of such telegraph or telephone line, and after the making and determination of such assessment the State Auditor shall certify to the county clerk of the counties in which property of any company may be situate, the assessment per mile to be made on the property of such company, specifying the number of miles and the amount in the county, and the county commissioners shall thereupon divide and adjust the number of miles and the amount falling within each school district in their respective counties and cause such accounting to be entered and placed on the list of the taxable property returned by the several assessors, provided that this section shall not be construed to apply to the assessment and acquisition of the property of telegraph and telephone companies in any incorporated town, city or village, and the taxes assessed and levied upon the property by any such company shall be collected at the time and in the manner provided by law for the collection of other taxes. No contract shall be entered into by a city with any individual or company, whereby any exclusive right shall be given to any such person or company for any purpose whatever except for supplying such city with water or light.

Cities shall have power by ordinance to raise by levy and collect the license tax on any company or business within the limits of the city and regulate the same by ordinance, and may prevent and remove all encroachments upon its streets and public places, and regulate and prevent the use thereof for telegraph or telephone poles and require the wire to be placed underground.

**V. CRIMES AND PENALTIES.**

Malicious injury to telegraph or telephone wires or appurtenances is a malicious trespass punishable by a fine of not more than \$100 or imprisonment for not more than six months or both. The wilful and malicious cutting, tapping or making connection with or reading or copying by use of any instrument in any unauthorized manner of any message or any telegraph or telephone line or the malicious and wilful prevention, obstructing or delaying by any contrivance the sending, conveyance or delivery of any communication by or through any telegraph or telephone line or the wilful and malicious conspiring with any other person so to do or the wilful and malicious communication or delivery to any unauthorized person of any message or copy thereof received by any agent or operator in the line of his employment shall be a felony punishable by fine of not more than \$500 or imprisonment for five years or both.

It is unlawful for any person or company to require of its servants or employees as a condition of their employment or otherwise any contract or agreement whereby such person, company or corporation shall be released or discharged from liability or responsibility on account of the personal injuries received by such servant or employee while in service of such person or company by reason of the negligence of such person or company or the agents or employees thereof, and such contract shall be absolutely null and void.

**VI. LIMITATIONS OF TRADE AND COMMERCE.**

No statutes.

**VII. LEGISLATURE.**

The Legislature shall meet in each alternate year.

# INDEX.

	Incor- poration. Page.	Regulation. Page.	Taxation. Page.	Limitations of Trade and Commerce. Page.
Acts of Congress.....	.....	30	.....	32
Alaska .....	13	14	.....	.....
Arkansas .....	20	21	23	25
Arizona .....	16	16	.....	.....
Alabama .....	8	9	10	12
California .....	26	27	27	.....
Connecticut .....	38	38	39	.....
Colorado .....	34	35	36	.....
Delaware .....	48	49	49	.....
District of Columbia.....	52	.....	.....	.....
Florida .....	53	54	56	.....
Georgia .....	41	.....	45	46
Illinois .....	63	65	67	68
Indiana .....	71	72	75	77
Iowa .....	80	81	82	84
Idaho .....	58	59	60	62
Kansas .....	85	86	87	89
Kentucky .....	93	93	94	95
Louisiana .....	98	99	101	103
Missouri .....	149	151	153	155
Montana .....	157	158	159	160
Maine .....	161	161	163	164
Maryland .....	105	107	109	.....
Massachusetts .....	113	116	119	123
Mississippi .....	140	141	144	147
Michigan .....	126	129	130	131
Minnesota .....	133	134	136	138
Nebraska .....	166	167	168	169
New Hampshire .....	197	198	199	.....
New Jersey .....	201	203	205	.....
New Mexico .....	181	181	.....	182
New York .....	207	209	211	216
North Dakota .....	191	192	193	194
North Carolina .....	184	186	187	.....
Nevada .....	174	176	179	.....
Ohio .....	217	218	223	226
Oklahoma .....	.....	231	234	234
Oregon .....	236	237	241	.....
Pennsylvania .....	244	247	252	.....
Rhode Island .....	255	256	257	.....



	Incor- poration.	Regulation.	Taxation.	Limitations of Trade and Commerce.
	Page.	Page.	Page.	Page.
South Carolina .....	261	263	266	269
South Dakota .....	273	275	276	279
Tennessee .....	282	283	285	286
Texas .....	288	.....	289	294
Utah .....	299	300	301	303
Vermont .....	305	311	309	.....
Virginia .....	319	321	324	.....
Washington .....	328	336	332	.....
West Virginia .....	343	344	345	.....
Wisconsin .....	349	350	352	355
Wyoming .....	358	360	360	.....

# INDEX TO SENATE DOCUMENTS, 1910.

	Doc. No.
Allds, Senator, investigation, report of special committee appointed to formulate rules and method .....	7
statement of Senator Conger .....	22
answer of Senator Allds .....	25
proceedings of the Senate .....	28
Appropriations for 1909 and 1910, comparative statement.....	52
Attorney-General, annual report .....	33
report relative to milk investigation .....	45
Banks, Superintendent of, annual report.....	17
Barge Canal Terminal Commission, preliminary report.....	30
Bedford, New York Reformatory for Women, annual report.....	12
Bills, Senate, supplemental index to.....	51
Boards, commissions and departments, <i>see specific names of.</i>	
Buffalo Charity Organization Society, financial statement.....	10
Champlain, Ter-Centenary Commission, report.....	53
Charities, State Board of, annual report.....	36
Charity Organization Society, Buffalo, financial statement.....	10
Claims, Court of, annual report .....	50
Commissions and departments, <i>see specific names of.</i>	
Committees, standing, list.....	6
amended edition .....	24
Consolidated Laws, final report of Board of Statutory Consolidation....	5
Court of Claims, annual report .....	50
Crown Point, message of Governor relative to proposed gift of land at..	40
Departments, <i>see specific names of.</i>	
Direct nominations, <i>see documents.</i> .....	26, 44, 49
Elections, memorial relative to direct primary legislation.....	44
message of Governor relative to primary elections.....	49
report of joint committee appointed to investigate primary and election laws .....	26
Employers' Liability Commission, report .....	38
Erie, Lake, Perry's Victory Centennial, concurrent resolution of Senate and Assembly .....	23
Extraordinary session, message from the Governor.....	54
Financial administration of State institutions, report of joint com- mittee of Senate and Assembly to inquire into methods.....	46
Governor's message .....	2
to extraordinary session .....	54
relative to constitutional amendment on income tax.....	3
relative to primary elections .....	49
relative to proposed gift of land at Crown Point.....	40
transmitting report of Superintendent of Insurance and recommend- ing investigation of legislative practices.....	41
Grand Army of the Republic, annual report .....	32
Health, State Department, annual report .....	27
Income tax, concurrent resolution relative to.....	47
concurrent resolution relative to favoring a graduated tax.....	48
Income tax amendment, concurrent resolution of Senate and Assembly refusing to ratify .....	9
letter of Senator Root on.....	29
special message from the Governor relative to.....	3
Insurance, Superintendent of, annual report .....	18
message of Governor transmitting report and recommending investi- gation .....	41

	Doc. No.
Jamestown, report of commissioners of New York, at.....	16
Joint Committees, reports, <i>see</i> documents.....	26, 37, 46
Lake Champlain Ter-Centenary Commission, report.....	53
Lake Erie, Perry's Victory Centennial, concurrent resolution of Senate and Assembly .....	23
Legislative practices and procedure, Governor's message recommending investigation into .....	41
Letchworth Village Commission, annual report .....	20
Lunacy, State Commission in, annual report.....	35
Members of the Senate, list.....	1
Milk investigation, report of Attorney-General relative to.....	45
New Prisons, Commission on, annual report.....	43
New York City, Northern Dispensary, annual report.....	39
New York Reformatory for Women, Bedford, annual report.....	12
New York Society for Prevention of Cruelty to Children, annual report.	34
New York State Hospital for Crippled and Deformed Children, annual report .....	15
New York State Hospital for Incipient Pulmonary Tuberculosis, Ray- brook, annual report .....	14
Northern Dispensary, city of New York, annual report.....	39
Oxford, Women's Relief Corps Home, annual report.....	8
Perry's Victory Centennial, concurrent resolution of Senate and As- sembly .....	23
Primary elections, memorial relative to.....	44
message of Governor .....	49
report of joint committee appointed to investigate primary and election laws .....	26
Prison Association of New York, annual report.....	42
Prisons, New, Commission on, annual report.....	43
Public Service Commission for the First District, annual report.....	19
Public Service Commission for the Second District, recommendations of committee concerning telegraph and telephone companies.....	37
Raybrook, New York State Hospital for Incipient Pulmonary Tubercu- losis, annual report .....	14
Root, Senator, letter on income tax amendment .....	29
Rules of Senate .....	21
Saratoga Springs, State Reservation at, preliminary report of com- missioners .....	13
Senate, list of members .....	1
committees .....	6, 24
rules .....	21
Senate bills, supplemental index to.....	51
Special Investigations. reports of Officers, Commissions and Committees, <i>see</i> documents .....	2, 26, 37, 38, 45, 46
Speculation in securities, report of committee on.....	2
Standing committees, <i>see</i> Committees.	
State boards, commissions and departments, <i>see specific names of.</i>	
State institutions, financial administration, report of joint committee of Senate and Assembly to inquire into methods of.....	46
Statutory Consolidation, Board of, final report.....	5
Stock speculation, report of committee on.....	2
Telegraph and telephone companies, report of committee to investigate..	37
Thomas Indian school, annual report.....	11
Treasurer, State, annual report.....	4
U. S. constitutional amendment, <i>see</i> documents.....	3, 9, 29
U. S. Volunteer Life Saving Corps, annual report.....	31
Wall street, report of committee on speculation.....	2
Women's Relief Corps Home, Oxford, annual report.....	8
Workmen's compensation, report of Employers' Liability Commission..	38



